

MPIL CORPORATION LTD (CIN : L74299MH1959PLC163775)

Clause 35A (Physical)

Resolution 1 Adopt the Balance Sheet as at 31st March, 2014 and the Statement of Profit & Loss for the year ended as on that date and the Reports of the Directors and the Auditors thereon.

Promoter/Public	Total Ballot Forms	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	0	419616	0	0.000000	0	0	0.000000	0.000000
Public – Institutional holders	0	7703	0	0.000000	0	0	0.000000	0.000000
Public-Others	19	144258	76	0.052683	76	0	100.000000	0.000000
Total	19	571577	76	0.013297	76	0	100.000000	0.000000

MPIL CORPORATION LTD (CIN : L74299MH1959PLC163775)

Clause 35A (Physical)

Resolution 2 Re-appointment of Mr. R. K. Raje (DIN 00112003) as a Director – Director retiring by rotation.

Promoter/Public	Total Ballot Forms	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	0	419616	0	0.000000	0	0	0.000000	0.000000
Public – Institutional holders	0	7703	0	0.000000	0	0	0.000000	0.000000
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Total	19	571577	76	0.013297	76	0	100.000000	0.000000

MPIL CORPORATION LTD (CIN : L74299MH1959PLC163775)

Clause 35A (Physical)

Resolution 3 Re-appointment of M/s. Lodha & Co., Chartered Accountants as Statutory Auditors of the Company.

Promoter/Public	Total Ballot Forms	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	0	419616	0	0.000000	0	0	0.000000	0.000000
Public – Institutional holders	0	7703	0	0.000000	0	0	0.000000	0.000000
Public-Others	19	144258	76	0.052683	76	0	100.000000	0.000000
Total	19	571577	76	0.013297	76	0	100.000000	0.000000

MPIL CORPORATION LTD (CIN : L74299MH1959PLC163775)

Clause 35A (Physical)

Resolution 4 Appointment of Mr. Prabhakar G. Shevade (DIN 00843377) as an Independent Director.

Promoter/Public	Total Ballot Forms	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	0	419616	0	0.000000	0	0	0.000000	0.000000
Public – Institutional holders	0	7703	0	0.000000	0	0	0.000000	0.000000
Public-Others	19	144258	76	0.052683	76	0	100.000000	0.000000
Total	19	571577	76	0.013297	76	0	100.000000	0.000000

MPIL CORPORATION LTD (CIN : L74299MH1959PLC163775)

Clause 35A (Physical)

Resolution 5 Appointment of Mr. Sanjeev Jain (DIN 00119762) as Whole Time Director

Promoter/Public	Total Ballot Forms	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	0	419616	0	0.000000	0	0	0.000000	0.000000
Public – Institutional holders	0	7703	0	0.000000	0	0	0.000000	0.000000
Public-Others	19	144258	76	0.052683	76	0	100.000000	0.000000
Total	19	571577	76	0.013297	76	0	100.000000	0.000000

FOR MPIL CORPORATION LIMITED


HIRAL KOTHARI
COMPANY SECRETARY & COMPLIANCE OFFICER
AND
CHIEF FINANCIAL OFFICER



MPIL CORPORATION LTD (CIN : L74299MH1959PLC163775)								
Clause 35A (e-Voting)								
Resolution 1 Adopt the Balance Sheet as at 31st March, 2014 and the Statement of Profit & Loss for the year ended as on that date and the Reports of the Directors and the Auditors thereon.								
Promoter/Public	Total Ballot Forms	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	3	419616	419616	100.000000	419616	0	100.000000	0.000000
Public – Institutional holders	0	7703	0	0.000000	0	0	0.000000	0.000000
Public-Others	8	144258	16135	11.184822	16133	2	99.987605	0.012395
Total	11	571577	435751	76.236623	435749	2	99.999541	0.000459

MPIL CORPORATION LTD (CIN : L74299MH1959PLC163775)								
Clause 35A (e-Voting)								
Resolution 2 Re-appointment of Mr. R. K. Raje (DIN 00112003) as a Director – Director retiring by rotation.								
Promoter/Public	Total Ballot Forms	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
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MPIL CORPORATION LTD (CIN : L74299MH1959PLC163775)								
Clause 35A (e-Voting)								
Resolution 3 Re-appointment of M/s. Lodha & Co., Chartered Accountants as Statutory Auditors of the Company.								
Promoter/Public	Total Ballot Forms	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
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MPIL CORPORATION LTD (CIN : L74299MH1959PLC163775)								
Clause 35A (e-Voting)								
Resolution 4 Appointment of Mr. Prabhakar G. Shevade (DIN 00843377) as an Independent Director.								
Promoter/Public	Total Ballot Forms	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	3	419616	419616	100.000000	419616	0	100.000000	0.000000
Public – Institutional holders	0	7703	0	0.000000	0	0	0.000000	0.000000
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MPIL CORPORATION LTD (CIN : L74299MH1959PLC163775)								
Clause 35A (e-Voting)								
Resolution 5 Appointment of Mr. Sanjeev Jain (DIN 00119762) as Whole Time Director								
Promoter/Public	Total Ballot Forms	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
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FOR MPIL CORPORATION LIMITED

HR
 HRAL KOTIARI
 COMPANY SECRETARY & COMPLIANCE OFFICER
 AND
 CHIEF FINANCIAL OFFICER



MPIL CORPORATION LTD (CIN : L74299MH1959PLC163775)								
Clause 35A (Physical and e-Voting)								
Resolution 1 Adopt the Balance Sheet as at 31st March, 2014 and the Statement of Profit & Loss for the year ended as on that date and the Reports of the Directors and the Auditors thereon.								
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Public – Institutional holders	0	7703	0	0.000000	0	0	0.000000	0.000000
Public-Others	27	144258	16211	11.237505	16209	2	99.987663	0.012337
Total	30	571577	435827	76.249919	435825	2	99.999541	0.000459

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Clause 35A (Physical and e-Voting)								
Resolution 2 Re-appointment of Mr. R. K. Raje (DIN 00112003) as a Director – Director retiring by rotation.								
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FOR MPIL CORPORATION LIMITED

HINAL KOTHARI
COMPANY SECRETARY & COMPLIANCE OFFICER
AND
CHIEF FINANCIAL OFFICER



Partners

Mrs. Ragini Chokshi
Mr. Makarand Patwardhan
Mr. Umashankar Hegde
Mr. Girish Desai

RS Ragini Chokshi & Co.

Company Secretaries

Tel. 022-22831120
022-22831134

34, Kamer Building, 5th Floor, 38, Cawasji Patel Street, Fort, Mumbai - 400 001.
Web.: csraginichokshi.com. Email : mail@csraginichokshi.com

Date : 24/09/2014

FORM No. MGT-13

Report of Scrutinizer

[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the Companies
(Management and Administration) Rules, 2014]

To
The Chairman,

55th Annual General Meeting (AGM) of the Equity Shareholders of MPIL CORPORATION LIMITED held on 24th day of September, 2014 at 10:00 a.m at K.K. Sheesha Banquets, Sagar Tech Plaza Complex, Third Floor, Andheri Kurla Road, Saki Naka Junction, Mumbai -400072

Dear Sir,

I, Ragini Chokshi, Partner of M/s. Ragini Chokshi & Co. a Company Secretaries Firm having its registered office at 34, Kamer Bldg 5th Floor, 38, Cawasji Patel Street, Fort, Mumbai-400001, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at 55th Annual General Meeting of the Equity Shareholders of **MPIL CORPORATION Limited** held on 24th day of September, 2014 at 10:00 a.m, at K.K. Sheesha Banquets, Sagar Tech Plaza Complex, Third Floor, Andheri Kurla Road, Saki Naka Junction, Mumbai -400072, submit our report as under:

1. After the time fixed for closing of the poll by the Chairperson, 1 (ONE) ballot box kept for polling was locked in our presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by M/s. Sharepro Services (India) Pvt. Ltd Registrar and Transfer Agents of the Company and the authorization/proxies lodged with Company.

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3. The poll papers, which were incomplete and /or which were otherwise found defective have been treated as invalid and kept separately.
4. The result of the Poll is as under:

Resolution No.1: Ordinary Resolution : To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2014 and the Statement of Profit and Loss for the year ended on that date together with the reports of Directors and Auditors thereon.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast in favour of Resolution	% of total number of valid votes cast
19	76	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast against Resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Resolution No.2: Ordinary Resolution: To appoint a director in place of Mr. R.K. Raje (DIN 00112003), who retires by rotation and being eligible, seeks re-appointment.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast in favour of Resolution	% of total number of valid votes cast
19	76	100

See



(ii) Voted against the resolution:

Number of members present and voting(in person or by proxy)	Number of votes cast against Resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Resolution No.3: Ordinary Resolution: To appoint M/s Lodha & Company Chartered Accountants, [Registration No.301051E] as the Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting of the company, at such remuneration as shall be fixed by the Board of Directors of the company.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast in favour of Resolution	% of total number of valid votes cast
19	76	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast against Resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

See



Resolution No.4: Ordinary Resolution: To appoint Mr Prabhakar G. Shevade (DIN 00843377), as an Independent Director of the Company.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast in favour of Resolution	% of total number of valid votes cast
19	76	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast against Resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Resolution No.5: Ordinary Resolution: To appoint Mr. Sanjeev Jain (DIN:00119762), as a Whole Time Director of the Company.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast in favour of Resolution	% of total number of valid votes cast
19	76	100

See



(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast against Resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

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 poll paper and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping

Thanking You,

Place: Mumbai

Date: 24/09/2014



CHAIRMAN

MPIL CORPORATION LIMITED

Yours faithfully,
FOR RAGINI CHOKSHI & CO.



MRS. RAGINI CHOKSHI
(Partner)
C.P. Number :1436
Membership number:2390



Partners

Mrs. Ragini Chokshi
Mr. Makarand Patwardhan
Mr. Umashankar Hegde
Mr. Girish Desai

CS Ragini Chokshi & Co.

Company Secretaries

Tel. 022-22831120
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34, Kamer Building, 5th Floor, 38, Cawasji Patel Street, Fort, Mumbai - 400 001.
Web.: csraginichokshi.com. Email : mail@csraginichokshi.com

Date : 19/09/2014

Scrutinizer Report

[Pursuant to section 108 of the Companies Act, 2013 and Rule 20 (xi) of the Companies (Management and Administration) Rules, 2014]

To
The Chairman,

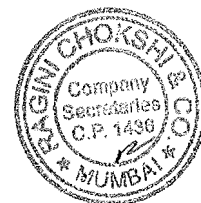
55th Annual General Meeting (AGM) of the Equity Shareholders of MPIL CORPORATION LIMITED held on 24th day of September, 2014 at 10:00 am at K.K. Sheesha Banquets, Sagar Tech Plaza Complex, Third Floor, Andheri Kurla Road, Saki Naka Junction, Mumbai -400072

Dear Sir,

I, Ragini Chokshi, Partner of M/s. Ragini Chokshi & Co. a Company Secretaries Firm having its Registered Office at 34, Kamer Bldg 5th Floor, 38, Cawasji Patel Street, Fort, Mumbai-400001, have been appointed as a Scrutinizer of MPIL CORPORATION LIMITED ("the Company") for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out as per the provisions of Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 on the below mentioned Resolutions, for the 55th Annual General Meeting of the Equity Shareholders of MPIL CORPORATION LIMITED held on Wednesday , the 24th day of September, 2014 at 10:00 a.m. at K.K. Sheesha Banquets, Sagar Tech Plaza Complex, Third Floor, Andheri Kurla Road, Saki Naka Junction, Mumbai -400072. We submit our report as under:

1. The e-voting period remained open from Wednesday, 17th September, 2014 at 10.00 a.m. and will end on Friday, 19th September, 2014 at 5:30 p.m.
2. The Shareholders holding shares as on "Cut off" date i.e. on Friday 12th September, 2014 were entitled to vote on the proposed resolutions (Item no. 1 to 5 as set out in the Notice of the 55th AGM of MPIL CORPORATION LIMITED)

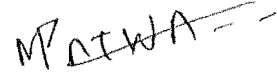
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3. The votes were unblocked on 19th September, 2014 around 5.42 p.m. in the presence of two witnesses, Mr. Rohan V. Purecha (Residing at Gita Grah, 4th Floor Room No-111, Kalbadevi Mumbai-400020.) and Mr. Mayank M. Patwa (Residing at 4/F/301 Prem Nagar , Borivali (West) ,Mumbai-400092) who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Name: Rohan V.Purecha



Name: Mayank M.Patwa

4. Thereafter, details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of Central Depository Services (India) Limited".
5. Details of e-voting as under:

Resolution No.1: Ordinary Resolution : To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2014 and the Statement of Profit and Loss for the year ended on that date together with the reports of Directors and Auditors thereon.

- (i) Voted in favour of the Resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of Resolution	% of total number of valid votes cast
10	435749	99.99

- (ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast against Resolution	% of total number of valid votes cast
1	2	0.01

see.



(iii) **Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Resolution No.2: Ordinary Resolution: To appoint a director in place of Mr. R.K. Raje (DIN 00112003), who retires by rotation and being eligible, seeks re-appointment.

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

Number of members voted through electronic voting system	Number of votes cast in favour of Resolution	% of total number of valid votes cast
10	435749	99.99

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

Number of members voted through electronic voting system	Number of votes cast against Resolution	% of total number of valid votes cast
1	2	0.01

(iii) **Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Resolution No.3: Ordinary Resolution: To appoint M/s Lodha & Company Chartered Accountants, [Registration No.301051E] as the Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting of the company, at such remuneration as shall be fixed by the Board of Directors of the company.

See.



(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of Resolution	% of total number of valid votes cast
10	435749	99.99

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast against Resolution	% of total number of valid votes cast
1	2	0.01

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Resolution No.4: Ordinary Resolution: To appoint Mr. Prabhakar G. Shevade (DIN 00843377), as an Independent Director of the Company.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of Resolution	% of total number of valid votes cast
10	435749	99.99

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast against Resolution	% of total number of valid votes cast
1	2	0.01

See



(iii) **Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Resolution No.5: Ordinary Resolution: To appoint Mr. Sanjeev Jain (DIN:00119762), as a Whole Time Director of the Company.

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

Number of members voted through electronic voting system	Number of votes cast in favour of Resolution	% of total number of valid votes cast
10	435749	99.99

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

Number of members voted through electronic voting system	Number of votes cast against Resolution	% of total number of valid votes cast
1	2	0.01

(iii) **Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

6. 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.

See



7. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting, after which the same will be handed over to the Company Secretary for safe keeping.

Thanking You,

Yours faithfully,
For Ragini Chokshi & Co.

R. K. Chokshi

Mrs. Ragini Chokshi
Partner
Membership No. 2390
C.P. No. 1436



Dea

CHAIRMAN

MPIL CORPORATION LIMITED