



MRVL

MANDHANA RETAIL VENTURES LTD.

CIN : L52390MH2011PLC213349

Registered Office : Plot No. E-132, M.I.D.C., Tarapur Industrial Area, Boisar, Dist: Palghar- 401 506

9th March, 2021

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

To,
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C-1,
G Block, Bandra Kurla Complex,
Bandra (E), Mumbai 400 051

Dear Sir/Madam,

Sub: Disclosure under Regulation 30 and Regulation 44 of SEBI (LODR) Regulations, 2015 (Listing Regulations) - Voting results and Outcome of Postal Ballot process conducted by the Company

Ref: BSE- 540210; NSE – TMRVL

Pursuant to section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, the Company had sought approval of the Members for appointing M/s. Ram Agarwal & Associates, Chartered Accounts (Firm Registration No. 140954W) as Statutory Auditors of the Company on account of casual vacancy caused by resignation of M/s. B.S.R. & Co. LLP, Chartered Accountants, by means of electronic voting ('remote e-voting' / 'e-voting') in accordance with Section 108 of the Companies Act, 2013 read with the Companies (Management & Administration) Rules, 2014 and Regulation 44 of Listing Regulations read with the relevant circulars issued by the Ministry of Corporate Affairs ('MCA') and Securities and Exchange Board of India ('SEBI').

The voting period commenced on Saturday, 6th February, 2021 at 9.00 a.m. (IST) and concluded on Sunday, 7th March, 2021 at 5.00 p.m. (IST). During this period, the Members holding shares, either in physical or in dematerialized form, as on close of business hours on Friday, 29th January, 2021 were eligible to vote on the resolution as stated in the Postal Ballot notice dated 4th February, 2021.

Mr. Nitin R. Joshi, Practicing Company Secretary was appointed as the Scrutinizer for the e-voting process, to scrutinize the voting in a fair and transparent manner. A report on the e-voting process has been received from the Scrutinizer.

The voting results in terms of Regulation 44 of Listing Regulations and the Report of the Scrutinizer dated 9th March, 2021 are enclosed herewith.

Based on the report of the scrutinizer, the resolution as set out in the Postal Ballot notice has been deemed to have been duly approved by the Members of the Company with requisite majority on 7th March, 2021.

THE MANDHANA RETAIL VENTURES LTD.

(Formerly Mandhana Retail Ventures Limited)

Corporate Office: 006-008, Peninsula Centre, Dr.S.S. Rao Road, Parel Mumbai- 400 012.

Tel.: 91-22- 43539797 Fax. : 91-22-43539216/17/18 Email: info@mandhanaretail.com Website: www.mandhanaretail.com

This intimation shall also be deemed be disclosure of proceedings under Regulation 30 read with Schedule III, Part A, Para A (13) of Listing Regulations.

Kindly take the same on your records.

Yours Sincerely,
for **THE MANDHANA RETAIL VENTURES LIMITED**



MANISH MANDHANA
(Chief Executive Officer)
Encl.: As above.

VOTING RESULT OF THE POSTAL BALLOT
(Pursuant to Regulation 44 of SEBI (LODR) Regulations, 2015)

Date of AGM/EGM/Postal Ballot Notice :	30 th January, 2021
Total No. of Shareholders on record date (cut-off date for reckoning the voting rights of the shareholders) i.e. 29 th January, 2021:	13,972
No. of shareholders present in the meeting either in person or through proxy:	N.A.
Promoters and Promoter Group:	N.A.
Public:	N.A.
No. of Shareholders attended the meeting through Video Conferencing	N.A.
Promoters and Promoter Group:	N.A.
Public:	N.A.

Details of the Agenda:

Resolution No.1: Appointment of Statutory Auditor to fill the casual vacancy:

Resolution required: Special; Whether promoter/ promoter group are interested in the agenda/resolution: No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	73,24,641	73,23,116	99.98	73,23,116	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		73,23,116	99.98	73,23,116	0	100.00	0.00
Public Institutions	E-Voting	5,32,073	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public Non Institutions	E-Voting	1,42,25,895	2,926	0.02	2,926	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		2,926	0.02	2,926	0	100.00	0.00
Total		2,20,82,609	73,26,042	33.18	73,26,042	0	100.00	0.00

Details of invalid votes

Category	No. of Votes
Promoter and Promoter Group	-
Public Institutions	-
Public Non Institutions	-

Yours faithfully,

for **THE MANDHANA RETAIL VENTURES LIMITED**



MANISH MANDHANA
(Chief Executive Officer)

Date: 9th March, 2021

Place: Mumbai



Nitin R. Joshi

B.COM., LL.B., D.C.E.C., F.C.S.

COMPANY SECRETARY

415, Marathon Max, Next to UdyogKshetra, Jn.of L.B.S. Marg & Goregoan Link Road,
Mulund (W), Mumbai-400 080. Tel. 2562 5660 Fax 2562 5661. Cell 98201 29178

REPORT OF THE SCRUTINIZER

To
The Chairman,
The Mandhana Retail Ventures Limited.
209, Peninsula Centre,
Dr.S.S. Road, Off. Ambedkar Road, Parel,
Mumbai - 400 012.

Dear Sir,

I, Nitin R. Joshi, a Company Secretary in Practice, have been appointed as a scrutinizer for conducting the postal ballot through e-voting process by way of electronic means/e-voting (hereinafter referred as "the said Voting Process") by The Mandhana Retail Ventures Limited (the Company) for the purpose of scrutinizing the said Voting Process under the provisions of Section 110 of the Companies Act 2013 (the Act) read with the Companies (Management and Administration) Rules, 2014 and the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Management of the Company is responsible to ensure the compliance with the requirements of the Act and applicable rules relating to the said Voting Process on the Ordinary resolution contained in the Postal Ballot Notice (the Notice) dated 30.01.2021 issued under Section 110 of the Act. My responsibility as a scrutinizer for the said Voting Process is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolution stated in the Notice based on the reports generated from the e-voting system provided by Link Intime India Private Limited ('LIPL'), the Registrar & Share Transfer Agent, engaged by the Company to provide e-voting facilities to the Members.

The Postal Ballot was conducted in compliance with circular of Ministry of Corporate Affairs ('MCA') General Circulars No.14, 17, 22, 33 & 39/2020 dated 8th April, 2020, 13th April, 2020, 15th June, 2020, 28th September, 2020 and 31st December, 2020 respectively ('MCA Circulars') and other applicable laws and regulations.

The Company has appointed me as the scrutinizer for the said voting process in respect of the following resolution:

Resolution No. 1: Ordinary Resolution for **Appointment of Statutory Auditor to fill the casual vacancy:**

I further state that:

1. The Notice of the Postal Ballot was sent to the Members of the Company through electronic mode on 04.02.2021, to those members whose email addresses are registered with the Company/Depositories as on cut-off date i.e. Friday, 29.01.2021. The Members of the Company as on 29.01.21 were entitled to vote on the resolution contained in the Notice.
2. Considering the present COVID-19 pandemic and in accordance with aforesaid MCA Circulars, the Notice of Postal Ballot has been sent in electronic form only. The hard copy of the Notice along with Postal Ballot form and pre-paid business envelope have not been sent to the Members. Accordingly, the communications of the assent or dissent of the Members took place through the remote voting system only.
3. The e-voting commenced from Saturday, 06.02.2021 at 09.00 AM (IST) and ended on Sunday, 07.03.2021 at 05.00 PM (IST).
4. I have downloaded the data of e-voting after the e-voting module was disabled by Link Intime India Private Limited ('LIPL'), the Registrar & Share Transfer Agent, on 07.03.2021 at 05.00 PM.
5. A summary of the said voting Process is given below:

Result of Resolution No. 1: Appointment of Statutory Auditor to fill the casual vacancy.

Sr. No.	Particulars	No. of Members E-voting	No. of Shares	% of total paid up equity capital (i.e. 22082609 Equity shares)	% of Total E-Voting
Electronic Mode					
1	Total E-voting option received	37	7326042	33.18	
2	Less:- Invalid E-voting option	--	--	0.00	
3	Net Valid E-voting option (D-E)	37	7326042	33.18	
	Total Net Valid Votes in electronic mode	37	7326042	33.18	100%
4	E-voting Options with assent for Ordinary Resolution-Electronic	37	7326042	33.18	100%
5	E-voting option with dissent for Ordinary Resolution-Electronic	--	--	--	--
In brief total votes cast for ordinary resolution is 100% and total votes cast against ordinary resolution is Nil and therefore the aforesaid ordinary resolution has been carried through with the requisite majority.					

I further report that as per Rule 22 of the Companies (Management and Administration) Rules, 2014, I maintained the records including the data as obtained from Link Intime India Private Limited ('LIPL'), the Registrar & Share Transfer Agent, which includes all the particulars of members such as the names, folio number, DP ID/Client ID number of shares held, number of shares voted, no. of shares assented, no. of shares dissented, and other related papers are in my safe custody which will be handed over to the Company Secretary of the Company after the Chairman/any other Authorised Director approves and signs the Minutes of the Meeting.

You may accordingly declare the result of the said Voting Process.

I thank you for the opportunity given to act as Scrutinizer for the above Postal Ballot.

Thanking you,

Yours faithfully,

Nitin
Ramnikl
al Joshi

Digitally signed
by Nitin
Ramnikl Joshi
Date: 2021.03.09
12:25:06 +05'30'

(NITIN R. JOSHI)
Practicing Company Secretary
FCS 3137 CP 1884
UDIN : F003137B004037068

Place : Mumbai
Dated : 9th March, 2021