



**CIN : L25111TN1960PLC004306; Website: [www.mrftyres.com](http://www.mrftyres.com)**

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**WILEY-INTERSCIENCE**

[illegible]


Other pseudonyms were provided "On the Education of" Michael Matthews because he was a low level informant, with no operational value.

[illegible]

**Abstract**



Age Group	Percentage
18-24	10
25-34	25
35-44	20
45-54	15
55-64	10
65-74	5
75-84	2
85-94	1
95+	0

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**Voting Results of  
Regulation 44(3) of the SEBI (LI**

<b>Date of AGM/EGM</b>	
<b>Total Number of Shareholders as on Record Date</b>	
<b>No. of Shareholders present at the Meeting either in Person or as Proxy</b>	
<b>Promoter and Public</b>	
<b>No. of Shareholders Attended the Meeting through Video Conferencing</b>	
<b>Promoter and Public</b>	

**Resolution 1**

**Re-appointment of Mr**

**< M Mammen (DIN: 00020202) as Managing Director**

<b>Resolution Required : (Ordinary/Special)</b>	<b>Special Resolution</b>
<b>Whether Promoter/Promoter Group are interested in the</b>	<b>No</b>
<b>Agenda/Resolution</b>	

<b>Category</b>	<b>Mode of Voting</b>	<b>No. of Shares held</b>	<b>No. of Votes Polled</b>
<b>Promoter &amp; Promoter Group</b>	<b>E-Voting</b>	<b>(1)</b>	<b>(2)</b>
	<b>Poll (Not applicable)</b>		
	<b>Postal Ballot</b>		
	<b>Total</b>	1171323	10
	<b>E-Voting</b>		11
	<b>Poll (Not applicable)</b>		6
<b>Public Institutions</b>	<b>Poll (Not applicable)</b>	905144	
	<b>Postal Ballot</b>		
	<b>Total</b>		7
<b>Public Non Institutions</b>	<b>E-Voting</b>		66
	<b>Poll (Not applicable)</b>	2164676	74
	<b>Postal Ballot</b>		
	<b>Total</b>	4241143	255

**Note : - Number of Invalid**

**Votes - 106**



<b>Sr. No.</b>	<b>Sl. No. of Shareholder</b>	<b>% of Votes Polled on Outstanding Shares</b>	<b>No. of Votes Polled</b>	<b>% of Votes Polled</b>	<b>% of Votes Polled</b>	<b>% of Votes Polled</b>
1	1	1.24	2455	0	100.00	0.00
2	2	98.75	110224	0	100.00	0.00
3	3	98.75	67151	0	97.98	2.02
4	4	1.24	2455	0	100.00	0.00
5	5	77.66	694381	11940	98.02	1.98
6	6	3.66	77558	1584	98.00	2.00
7	7	34.55	74527	1847	98.75	0.25
8	8	60.31	254126	15787	99.38	0.62



<b>Resolution 2</b>								
<b>Appointment of Mrs. Virmia Abraham (DIN: 05244949) as an Independent Director of the Company</b>								
<b>Resolution Required : (Ordinary/Special)</b>				<b>Ordinary Resolution</b>				
<b>Whether Promoter/Promoter Group are interested in the Agenda/Resolution</b>				<b>No</b>				
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of Shares held</b>	<b>No. of Votes Polled</b>	<b>% of Votes Polled on Outstanding Shares</b>	<b>No of Votes in Favour</b>	<b>No of Votes Against</b>	<b>% of Votes in Favour on Votes Polled</b>	<b>% of Votes against on Votes Polled</b>
<b>Promoter &amp; Promoter Group</b>	E-Voting	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	Poll (Not applicable)		14535	1.24	14535	0	100.00	0.00
	Postal Ballot	1171323	992313	93.25	1092313	0	100.00	0.00
	Total		1106848	94.49	1106848	0	100.00	0.00
<b>Public Institutions</b>	E-Voting		656297	72.51	655677	620	99.91	0.09
	Poll (Not applicable)							
	Postal Ballot	905144	11800	1.30	11800	0	100.00	0.00
	Total		668097	73.81	667477	620	99.91	0.09
<b>Public Non Institutions</b>	E-Voting		79236	3.66	76192	3044	96.16	3.84
	Poll (Not applicable)							
	Postal Ballot	2164676	668646	30.89	668384	262	99.96	0.04
	Total		747882	34.55	744576	3306	99.56	0.44
<b>TOTAL</b>		4241143	2522827	59.48	2518901	3926	99.84	0.16

Note : - Number of Invalid Votes - 106

**For MRF LIMITED**

**S DHANANATH KUMAR**  
COMPANY SECRETARY



**SCRUTINIZER'S REPORT**

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22 of the Companies  
(Management and Administration) Rules, 2014]

To  
The Chairman & Managing Director  
MRF Limited  
No.114, Greams Road  
Chennai - 600 006

**Scrutinizer's Report on Postal Ballot (including voting through electronic means) in respect of passing of Resolutions through Postal Ballot in accordance with the provisions of Section 110 of the Companies Act, 2013 and Rule 22 of the Companies (Management and Administration) Rules, 2014**

Dear Sir,

I, N C SARABESWARAN, Chartered Accountant, appointed as Scrutiniser for the purpose of conducting the postal ballot voting process (including voting through electronic means) in respect of the Resolutions mentioned in the Notice of Postal Ballot dated 8<sup>th</sup> November, 2018.

I submit my report as under:

1. The Company issued Notice of Postal Ballot dated 8<sup>th</sup> November 2018 to all the Members, whose names appear on the Register of Members and / list of Beneficial Owners as received from National Securities Depository Ltd (NSDL)/Central Depository Services (India) Ltd (CDSL) on 23<sup>rd</sup> November, 2018.
2. The Company has published an advertisement on 8<sup>th</sup> December, 2018 in "Business Standard" an English Newspaper and in "Makkal Kural" a vernacular (Tamil) newspaper regarding completion of dispatch of Notice of Postal Ballot dated 8<sup>th</sup> November, 2018 and also specifying therein the matters prescribed in the Rules with regard to e-voting.
3. The Company has appointed National Securities Depository Limited (NSDL) as the agency for providing the e-voting platform to the members.
4. Members were informed vide Postal Ballot Notice, that they were required to give their assent or dissent against the resolution through Physical Postal Ballot Form, which were required to be sent to us on or before 5.00 PM on 5<sup>th</sup> January, 2019, or through e-voting facility which was kept open from 7<sup>th</sup> December, 2018 (10.00 A.M) to 5<sup>th</sup> January, 2019 (5.00 P.M).



✓

  
N.C. SARABESWARAN  
Chartered Accountant



**Resolution- 2:**

**Appointment of Mrs. Vimla Abraham (DIN: 05244949) as an Independent Director of the Company. – Ordinary Resolution**

Sl No	Particulars	Through Postal Ballot	Through E-Voting	Total
1	Total Number of Postal Ballot Forms/e-voting received	383	428	811
2	Less: Number of invalid postal ballot forms/e-voting received	6	-	6
3	Number of valid postal ballot forms/e-voting received (3=1-2)	377	428	805
4	Total Number of votes cast	1772865	750068	2522933
5	Less: Number of invalid votes	106	0	106
6	Total Number of valid votes cast (6= 4-5)	1772759	750068	2522827
6.1	No. of valid votes with assent for the Resolution	1772497	746404	2518901
6.2	No. of valid votes with dissent for the Resolution	262	3664	3926

**Result: As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Ordinary Resolution with regard to Resolution No.2 as set out in the Postal Ballot Notice dated 8<sup>th</sup> November, 2018 is passed with requisite majority.**



Yours faithfully,

**N C SARABESWARAN**  
CHARTERED ACCOUNTANT

**Dated: 7<sup>th</sup> January, 2019**

**Cc to: COMPANY SECRETARY, MRF Limited**