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# Mangalore Refinery and Petrochemicals Limited

(A Govt. of India Enterprise and A subsidiary of Oil and Natural Gas Corporation Limited)

Corporate Identity Number - L23209KA1988GOI008959

Regd. Office: Mudapadav, Kuthethoor P.O., Via Katipalla, Mangaluru - 575 030

E-Mail : investor@mrpl.co.in Website : www.mrpl.co.in



## NOTICE

NOTICE is hereby given that the Thirty Third (33<sup>rd</sup>) Annual General Meeting ('AGM' or 'Meeting') of the Members of **Mangalore Refinery and Petrochemicals Limited** (the 'Company') will be held on **Saturday, 04/09/2021 at 4.00 p.m. (IST)** through Video Conference / Other Audio Visual Means ('OAVM') ONLY, to transact the business as set out in the Notice of the AGM.

In accordance with the General Circulars issued by the Ministry of Corporate Affairs dated 08/04/2020, 13/04/2020, 05/05/2020 and 13/01/2021 (collectively referred to as 'MCA Circulars') and the Securities and Exchange Board of India ('SEBI') Circulars dated 12/05/2020 and 15/01/2021, the Company has sent the Notice of the 33<sup>rd</sup> AGM along with the Annual Report for the FY 2020-21 on **Tuesday, 10/08/2021**, through electronic mode only, to those Members whose e-mail addresses are registered with the Company or Registrar & Transfer Agent ('Registrar') and Depositories. The requirement of sending physical copies of the Notice of the AGM has been dispensed with vide MCA Circulars and the SEBI Circulars. The Annual Report for the FY 2020-21 of the Company, inter alia, containing the Notice and the Explanatory Statement of the 33<sup>rd</sup> AGM is available on the website of the Company at [www.mrpl.co.in](http://www.mrpl.co.in) and on the websites of the Stock Exchanges viz. [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com). A copy of the same is also available on the website of National Securities Depository Limited ('NSDL') at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

### Remote e-Voting:

In compliance with Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, the Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is providing to its Members the facility of remote e-Voting before / during the AGM in respect of the business to be transacted at the AGM and for this purpose, the Company has appointed NSDL for facilitating voting through electronic means. The detailed instructions for remote e-Voting are given in the Notice of the 33<sup>rd</sup> AGM.

Members are requested to note the following:

- The remote e-Voting facility would be available from Wednesday, 01/09/2021, (9.00 a.m. IST) and shall conclude on Friday, 03/09/2021 (5.00 p.m. IST)
- The remote e-Voting module shall be disabled by NSDL for voting thereafter and Members will not be allowed to vote electronically beyond the said date and time and once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company as on **Saturday, 28/08/2021** ('cut-off date'). The facility of remote e-Voting system shall also be made available during the Meeting and the Members attending the Meeting, who have not already cast their vote by remote e-Voting shall be able to exercise their right during the Meeting. Detailed procedure for remote e-voting and e-voting facility has been provided in the AGM Notice.
- A person whose name is recorded in the Register of Members / Register of Beneficial Owners as on the cut-off date only shall be entitled to avail the facility of remote e-Voting before / during the AGM. Members who have cast their vote by remote e-Voting prior to the Meeting may also attend the Meeting electronically, but shall not be entitled to vote again.
- A non-individual shareholder or shareholder holding securities in physical mode, who acquires shares of the Company and becomes a Member of the Company after the transmission of the Notice and holds shares as on the cut-off date, may obtain the User ID and Password for e-Voting by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). However, if the Member is already a registered with NSDL for remote e-Voting then he/she can use his/her existing User ID and password for casting the vote.
- Individual shareholders holding securities in electronic mode and who acquires shares of the Company and becomes a Member of the Company after transmission of the Notice and holds shares as of the cut-off date may follow the login process mentioned in the Notice of the AGM. Members can also login by using the existing login credentials of the demat account held through Depository Participant registered with NSDL or Central Depository Services Limited ('CDSL') for e-voting facility.
- A person who is not a Member as on the cut-off date should treat the Notice of the AGM for information purposes only.
- Mr. Manish Gupta, of M/s RMG & Associates, Practicing Company Secretaries, has been appointed as the Scrutiniser to scrutinise the remote e-Voting process before / during the AGM in a fair and transparent manner.
- In case of any queries/grievances pertaining to remote e-Voting (before / during the AGM), you may refer to the Frequently Asked Questions for shareholders and e-Voting user manual for shareholders available in the 'Downloads' section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call NSDL on the toll-free number: 1800 1020 990/1800 224 430 or send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or contact Mr. Amit Vishal or Ms. Sarita Mote from NSDL at the designated e-mail ID: [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).

Helpdesk for Individual Shareholders holding securities in electronic mode for any technical issues related to login through Depository i.e. NSDL and CDSL:

#### Login type

Shares with NSDL

Shares with CDSL

#### Helpdesk details

Members facing any technical issue in login can contact NSDL helpdesk by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or call at toll free no.: 1800 1020 990 or 1800 224 430

Members facing any technical issue in login can contact CDSL helpdesk by sending a request at [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at 022-23058738 or 022-23058542/43

#### Book Closure:

The Register of Members and the Share Transfer Books of the Company will remain closed from Friday, 27/08/2021 to Saturday, 04/09/2021 (both days inclusive) for the purpose of 33<sup>rd</sup> AGM.

Date: **10/08/2021**

Place: **Mangaluru**

**For Mangalore Refinery and Petrochemicals Limited**

**Sd/- K B Shyam Kumar**

**Company Secretary**

33<sup>rd</sup> A.G.M Notice Published in Business Standard (All Editions) on 11/08/2021.