मंगलूर रिफाइनरी एण्ड पेट्रोकेमिकल्स लिमिटेड
MANGALORE REFINERY AND PETROCHEMICALS LIMITED
अनुसूची 'अ' के अंतर्गत भारत सरकार का उद्यम SCHEDULE 'A' GOVT. OF INDIA ENTERPRISE
(ऑयल एण्ड नेचुरल गैस कॉरपोरेशन लिमिटेड की सहायक कंपनी A SUBSIDIARY OF OIL AND NATURAL GAS CORPORATION LIMITED)
आई.एस.ओ. 9001, 14001 एवं 50001 प्रमाणित कंपनी AN ISO 9001, 14001 AND 50001 CERTIFIED COMPANY
सीआईएन / CIN : L19200KA1988GOI008959 , Website : www.mrpl.co.in

26/08/2026

The Assistant General Manager, **Listing Compliance, BSE Limited** **Scrip Code: 500109,** **ISIN: INE103A01014** Scrip Code (Debenture): 959162, 959250, 973692	**The Compliance & Listing Department** **National Stock Exchange of India Limited** **Symbol: MRPL, Series: EQ,** **ISIN: INE103A01014** Debt Security: INE103A08019, INE103A08035, INE103A08050

Dear Sir/Madam,

Subject: Voting Results of the 38th Annual General Meeting ('AGM') and Scrutinizer's Report

In continuation of our intimation dated July 23, 2026, the 38th AGM of the Company was held on Monday, August 24, 2026, and the businesses as set out in the Notice of AGM dated July 15, 2026, were transacted and passed with requisite majority.

In this regard, please find the following enclosures:

1. Voting Results pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as **Annexure – 1.**

2. Report of the Scrutinizer dated August 24, 2026, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4) (xii) of the Companies (Management and Administration), Rules 2014 as **Annexure – II.**

We request you to kindly take the above on record.

Thank you.

Yours faithfully,
For Mangalore Refinery and Petrochemicals Limited

PREMACHANDRA RAO GURPUR

Digitally signed by PREMACHANDRA RAO GURPUR
Date: 2026.08.26 13:16:00 +05'30'

Premachandra Rao G
Company Secretary

Encl.: A/a

Annexure - I

Mangalore Refinery And Petrochemicals Limited

Resolution Required :Ordinary			1 - To receive, consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the Financial Year ended on 31st March 2026, together with the Reports of Board of Directors, the Auditor's Report thereon and comments of the Comptroller and Auditor General of India.					
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	1552507615	1552507615	100.0000	1552507615	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1552507615	100.0000	1552507615	0	100.0000	0.0000
Public Institutions	E-Voting	57380346	40268147	70.1776	32134999	8133148	79.8025	20.1975
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		40268147	70.1776	32134999	8133148	79.8025	20.1975
Public Non Institutions	E-Voting	142710816	233758	0.1638	230260	3498	98.5036	1.4964
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		233758	0.1638	230260	3498	98.5036	1.4964
Total		1752598777	1593009520	90.8941	1584872874	8136646	99.4892	0.5108

MUFG Intime India Private Limited

Mangalore Refinery And Petrochemicals Limited

Resolution Required :Ordinary	2 - To appoint a director in place of Shri Arun Kumar Singh (DIN: 06646894) who retires by rotation and being eligible, offers himself for re-appointment.
Whether promoter/ promoter group are interested in the agenda/resolution?	

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	1552507615	1552507615	100.0000	1552507615	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1552507615	100.0000	1552507615	0	100.0000	0.0000
Public Institutions	E-Voting	57380346	40268147	70.1776	16568215	23699932	41.1447	58.8553
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		40268147	70.1776	16568215	23699932	41.1447	58.8553
Public Non Institutions	E-Voting	142710816	232758	0.1631	221073	11685	94.9798	5.0202
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		232758	0.1631	221073	11685	94.9798	5.0202
Total		1752598777	1593008520	90.8941	1569296903	23711617	98.5115	1.4885

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Mangalore Refinery And Petrochemicals Limited

Resolution Required :Ordinary	**3 - To declare dividend for the financial year ended March 31st, 2026.**
Whether promoter/ promoter group are interested in the agenda/resolution?	

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	1552507615	1552507615	100.0000	1552507615	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**1552507615**	**100.0000**	**1552507615**	0	**100.0000**	**0.0000**
Public Institutions	E-Voting	57380346	40268147	70.1776	40268147	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**40268147**	**70.1776**	**40268147**	0	**100.0000**	**0.0000**
Public Non Institutions	E-Voting	142710816	234957	0.1646	232850	2107	99.1032	0.8968
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**234957**	**0.1646**	**232850**	**2107**	**99.1032**	**0.8968**
Total		1752598777	1593010719	90.8942	1593008612	2107	99.9999	0.0001

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Mangalore Refinery And Petrochemicals Limited

Resolution Required :Ordinary	4 - To authorize the Board of Directors of the Company to fix the remuneration of the Statutory Auditors to be appointed by the Comptroller and Auditor General of India for the financial year 2026-27.
Whether promoter/ promoter group are interested in the agenda/resolution?	

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	1552507615	1552507615	100.0000	1552507615	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1552507615	100.0000	1552507615	0	100.0000	0.0000
Public Institutions	E-Voting	57380346	40268147	70.1776	40268147	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		40268147	70.1776	40268147	0	100.0000	0.0000
Public Non Institutions	E-Voting	142710816	232758	0.1631	228908	3850	98.3459	1.6541
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		232758	0.1631	228908	3850	98.3459	1.6541
Total		1752598777	1593008520	90.8941	1593004670	3850	99.9998	0.0002

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Mangalore Refinery And Petrochemicals Limited

Resolution Required :Ordinary	5 - To appoint Dr.Seema (DIN: 11780592) as a Director of the Company.
Whether promoter/ promoter group are interested in the agenda/resolution?	

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	1552507615	1552507615	100.0000	1552507615	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**1552507615**	**100.0000**	**1552507615**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	57380346	40268147	70.1776	17753648	22514499	44.0886	55.9114
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**40268147**	**70.1776**	**17753648**	**22514499**	**44.0886**	**55.9114**
Public Non Institutions	E-Voting	142710816	234358	0.1642	222760	11598	95.0512	4.9488
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**234358**	**0.1642**	**222760**	**11598**	**95.0512**	**4.9488**
Total		1752598777	1593010120	90.8942	1570484023	22526097	98.5859	1.4141

MUFG Intime India Private Limited

Mangalore Refinery And Petrochemicals Limited

Resolution Required :Ordinary			6 - To appoint Satyan Kumar (DIN: 10181958) as a Director of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	1552507615	1552507615	100.0000	1552507615	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1552507615	**100.0000**	1552507615	0	100.0000	0.0000
Public Institutions	E-Voting	57380346	40268147	70.1776	18362653	21905494	45.6009	54.3991
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		40268147	70.1776	18362653	21905494	45.6009	54.3991
Public Non Institutions	E-Voting	142710816	234558	0.1644	228020	6538	97.2126	2.7874
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		234558	0.1644	228020	6538	97.2126	2.7874
Total		1752598777	1593010320	90.8942	1571098288	21912032	98.6245	1.3755

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Mangalore Refinery And Petrochemicals Limited

Resolution Required :Ordinary	7 - Ratification of Remuneration payable to Cost Auditors for the Financial Year 2026-27.
Whether promoter/ promoter group are interested in the agenda/resolution?	

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	1552507615	1552507615	100.0000	1552507615	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**1552507615**	**100.0000**	**1552507615**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	57380346	40268147	70.1776	32700545	7567602	81.2070	18.7930
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**40268147**	**70.1776**	**32700545**	**7567602**	**81.2070**	**18.7930**
Public Non Institutions	E-Voting	142710816	232758	0.1631	228549	4209	98.1917	1.8083
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**232758**	**0.1631**	**228549**	**4209**	**98.1917**	**1.8083**
Total		1752598777	1593008520	90.8941	1585436709	7571811	99.5247	0.4753

MUFG Intime India Private Limited

Mangalore Refinery And Petrochemicals Limited

Resolution Required :Ordinary			8 - Appointment of Secretarial Auditor.					
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	1552507615	1552507615	100.0000	1552507615	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1552507615	100.0000	1552507615	0	100.0000	0.0000
Public Institutions	E-Voting	57380346	40268147	70.1776	39691837	576310	98.5688	1.4312
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		40268147	70.1776	39691837	576310	98.5688	1.4312
Public Non Institutions	E-Voting	142710816	232303	0.1628	227392	4911	97.8860	2.1140
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		232303	0.1628	227392	4911	97.8860	2.1140
Total		1752598777	1593008065	90.8941	1592426844	581221	99.9635	0.0365

MUFG Intime India Private Limited

Mangalore Refinery And Petrochemicals Limited

Resolution Required :Ordinary			9 - Material Related Party Transaction(s) with Shell MRPL Aviation Fuels and Services Limited for the Financial Year 2027-28.					
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	1552507615	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**0**	**0.0000**	**0**	**0**	**0.0000**	**0.0000**
Public Institutions	E-Voting	57380346	40262173	70.1672	32694571	7567602	81.2042	18.7958
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**40262173**	**70.1672**	**32694571**	**7567602**	**81.2042**	**18.7958**
Public Non Institutions	E-Voting	142710816	232758	0.1631	227980	4778	97.9472	2.0528
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**232758**	**0.1631**	**227980**	**4778**	**97.9472**	**2.0528**
Total		1752598777	40494931	2.3106	32922551	7572380	81.3004	18.6996

MUFG Intime India Private Limited

Mangalore Refinery And Petrochemicals Limited

Resolution Required :Special			10 - Amendment in Object clause and Adoption of Memorandum of Association & Articles of Association in line with Companies Act, 2013					
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	1552507615	1552507615	100.0000	1552507615	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1552507615	100.0000	1552507615	0	100.0000	0.0000
Public Institutions	E-Voting	57380346	40268147	70.1776	40224497	43650	99.8916	0.1084
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		40268147	70.1776	40224497	43650	99.8916	0.1084
Public Non Institutions	E-Voting	142710816	232758	0.1631	222539	10219	95.6096	4.3904
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		232758	0.1631	222539	10219	95.6096	4.3904
Total		1752598777	1593008520	90.8941	1592954651	53869	99.9966	0.0034

MUFG Intime India Private Limited

Annexure - II

KUMAR NARESH SINHA & ASSOCIATES
Company Secretaries

121, Vinayak Apartment
C-58/19, Sector-62
Noida-201307 (U.P)
Mobile: 9868282032, 9810184269
Email: kumarnareshsinha@gmail.com

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairman,
Mangalore Refinery and Petrochemicals Limited (MRPL),
CIN: L19200KA1988GOI008959

Dear Sir,

Ref.: 38th Annual General Meeting of Mangalore Refinery and Petrochemicals Limited (MRPL), held on Monday, 24th August, 2026 at 4:00 P.M IST through Video Conferencing (VC) or Other Audio-Visual Means (OAVM)

Sub.: Consolidated Scrutinizer's Report on Remote e-voting and e-voting at the 38th AGM conducted through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

I, **Naresh Kumar Sinha**, Practicing Company Secretary and proprietor of **Kumar Naresh Sinha & Associates, Company Secretaries**, have been appointed as the Scrutinizer by the Board of Directors of MRPL pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to scrutinize the process of remote electronic voting held between **Friday, 21st August, 2026 @ 09:00 A.M. and Sunday, 23rd August, 2026 @ 05:00 P.M** and **e-voting during the 38th AGM of the Company**.

In compliance with Ministry of Corporate Affairs ("MCA") General Circular no.03/2025 dated 22 September, 2025 read with circular nos. 09/2024 dated 19 September 2024, 09/2023 dated 25 September, 2023, 10/2022 dated December 28, 2022, 20/2020 dated 5 May, 2020, 17/2020 dated 13 April, 2020 and 14/2020 dated 8 April, 2020 (collectively referred to as "MCA Circulars") and the Securities and Exchange Board of India ("SEBI") Circular No. SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2024/133 dated October 3, 2024, and in compliance with the provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ["SEBI (LODR) Regulations"], the **Notice dated 15th July 2026** convening 38th Annual General Meeting (AGM) of the Company along with Statement setting out material facts under Section 102 of the Companies Act, 2013 were sent only through electronic mode to those Members whose email addresses are registered with the RTA/Depositories, in respect of the below mentioned resolution(s) passed at the

Kumar Naresh Sinha & Associates Company Secretaries FCS-1807 C.P.-14984

38th Annual General Meeting of the Company held on **Monday, 24th August, 2026** at 4:00 P.M IST through Video Conferencing (VC) or Other Audio Visual Means (OAVM).

The Company has availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting and e-voting during 38th AGM by the Shareholders of the Company.

The Shareholders of the Company holding shares as on the "cut-off" date i.e., **Monday, 17th August 2026**, were entitled to vote on the proposed resolution(s) as set out at item nos. 1 to 10 in the Notice of the 38th AGM of MRPL.

The Company had also provided the facility of E-voting during the 38th AGM only to such members who have participated in the AGM through VC/OVAM and who had not cast their vote through remote E-voting period.

The voting period for remote e-voting commenced on **Friday, 21st August, 2026 @ 09:00 A.M. and** ended on **Sunday, 23rd August, 2026 @ 05:00 P.M** and after fifteen minutes of the conclusion of the 38th AGM, the NSDL e-voting platform was blocked. Thereafter, votes cast through remote e-voting and e-voting during the 38th Annual General Meeting of the Company. were unblocked in the presence of the two witnesses not being in the employment of the Company. Their confirmation in writing is attached as **Annexure-A**.

We have scrutinized and reviewed the remote e-voting and e-voting during 38th AGM based on the data downloaded from the NSDL e-voting system.

Based on the report furnished by **M/s MUFG Intime India Private Limited** on the remote e-voting and e-voting conducted during the 38th Annual General Meeting of the Company, the consolidated results of Remote e-voting and e-voting during the 38th AGM are as under:

Ordinary Business:	
Item No.	1
Subject Matter of Resolution	To receive, consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the Financial Year ended on 31st March, 2026, together with the Reports of Board of Directors, the Auditor's Report thereon and comments of the Comptroller and Auditor General of India.
Type of Resolution	Ordinary

Particulars	Consolidated e- Voting Result		Percentage %
	Number of Voters	Number of Votes	
Assent	675	1584872874	99.49
Dissent	56	8136646	0.51
Total	731	1593009520	100
Abstain	-	-	-

Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 1 of the Notice dated 15th July, 2026, has been passed with requisite majority.

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Item No.	2
Subject Matter of Resolution	To appoint a Director in place of Shri Arun Kumar Singh (DIN: 06646894) who retires by rotation and being eligible, offers himself for re-appointment.
Type of Resolution	Ordinary

Particulars	Consolidated e- Voting Result		Percentage %
	Number of Voters	Number of Votes	
Assent	612	1569296903	98.51
Dissent	115	23711617	1.49
Total	727	1593008520	100
Abstain	-	-	-

Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 2 of the Notice dated 15th July, 2026, has been passed with requisite majority.

Item No.	3
Subject Matter of Resolution	To declare dividend for the financial year ended March 31st, 2026 and pass the following Resolution as an Ordinary Resolution: "**RESOLVED THAT** the interim dividend @ 40 % i.e.₹4/- per equity share of face value ₹10/- each, declared by the Board of Directors of the Company at their meeting held on 03/03/2026 and paid to those shareholders whose names appeared on the Register of Members as on 11/03/2026 (Record Date), be and is hereby noted, confirmed, and approved as the Final Dividend for the Financial Year ended March 31, 2026".
Type of Resolution	Ordinary

Particulars	Consolidated e- Voting Result		Percentage %
	Number of Voters	Number of Votes	
Assent	712	1593008612	100
Dissent	16	2107	0
Total	728	1593010719	100
Abstain	-	-	-

Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 3 of the Notice dated 15th July, 2026, has been passed with requisite majority.

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Item No.	4
Subject Matter of Resolution	To authorize the Board of Directors of the Company to fix the remuneration of the Statutory Auditors to be appointed by the Comptroller and Auditor General of India for the financial year 2026-27.
Type of Resolution	Ordinary

Particulars	Consolidated e- Voting Result		Percentage %
	Number of Voters	Number of Votes	
Assent	704	1593004670	100
Dissent	23	3850	0
Total	727	1593008520	100
Abstain	-	-	-

Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 4 of the Notice dated 15th July, 2026, has been passed with requisite majority.

Special Business	
Item No.	5
Subject Matter of Resolution	**To appoint Dr. Seema (DIN: 1 1780592) as a Director of the Company.** "**RESOLVED THAT** pursuant to provisions of Section 149, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013, Companies (Appointment and Qualification of Directors) Rules, 2014, Regulation 17 and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Articles of Association of the Company, Dr. Seema (DIN: 1 1780592), who has been nominated by the Ministry of Petroleum and Natural Gas, Government of India and appointed as an Additional Director by the Board of Directors with effect from June 04, 2026 to hold office until the date of this Annual General Meeting, in terms of Section 161 (1) of Companies Act, 2013, and in respect of whom the Company has received a notice in writing and the Board of Directors recommended her appointment for the office of Director of the Company, be and is hereby appointed as a Director on the Board of the Company, liable to retire by rotation".
Type of Resolution	Ordinary

Particulars	Consolidated e- Voting Result		Percentage %
	Number of Voters	Number of Votes	
Assent	618	1570484023	98.59
Dissent	109	22526097	1.41
Total	727	1593010120	100
Abstain	-	-	-

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Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 5 of the Notice dated 15th July, 2026, has been passed with requisite majority.

Item No.	6
Subject Matter of Resolution	**To appoint Shri Satyan Kumar (DIN: 10181958) as a Director of the Company.** "**RESOLVED THAT** pursuant to provisions of Section 149, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013, Companies (Appointment and Qualification of Directors) Rules, 2014, Regulation 17 and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Articles of Association of the Company, Shri Satyan Kumar (DIN: 10181958), who has been nominated by Oil and Natural Gas Corporation Limited and appointed as an Additional Director by the Board of Directors with effect from July 02, 2026 to hold office until the date of this Annual General Meeting, in terms of Section 161 (1) of Companies Act, 2013, and in respect of whom, the Company has received a notice in writing and the Board of Directors recommended his appointment for the office of Director of the Company, be and is hereby appointed as a Director on the Board of the Company, liable to retire by rotation."
Type of Resolution	Ordinary

Particulars	**Consolidated e- Voting Result**		**Percentage %**
	Number of Voters	**Number of Votes**	
Assent	629	1571098288	98.62
Dissent	99	21912032	1.38
Total	**728**	**1593010320**	**100**
Abstain	-	-	-

Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 6 of the Notice dated 15th July, 2026, has been passed with requisite majority.

Item No.	7
Subject Matter of Resolution	**Ratification of Remuneration payable to Cost Auditors for the Financial Year 2026-27.** "**RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, including any statutory modification(s) or re-enactment thereof, remuneration of ₹ 2,50,000 (Rupees Two Lakh Fifty Thousand Only) plus applicable GST and 25,000/- (Rupees Twenty Five Thousand Only) towards e-filing of cost audit report and reimbursement of out-of-pocket expenses, to conduct audit of cost records of the Company to the Cost Auditors as appointed by the Board of Directors for the Financial Year 2026-27 be and is hereby ratified and confirmed; **RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution and delegate to any other officer of the Company".
Type of Resolution	Ordinary

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Particulars	Consolidated e- Voting Result		Percentage %
	Number of Voters	Number of Votes	
Assent	675	1585436709	99.52
Dissent	52	7571811	0.48
Total	727	1593008520	100
Abstain	-	-	-

Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 7 of the Notice dated 15th July, 2026, has been passed with requisite majority.

Item No	*8*
Subject Matter of Resolution	**Appointment of Secretarial Auditor** "**RESOLVED THAT** pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 201 3 ('the Act'), read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force]. and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended. and based on the recommendation of the Audit Committee and the approval of the Board of Directors of the Company. consent of the Company be and is hereby accorded for appointment of M/S Kumar Naresh Sinha & Associates, Practicing Company Secretary. Noida, Uttar Pradesh. as the Secretarial Auditors of the Company for the term of 5 years i.e. Financial Year's 2026-27 to 2030-31. at a remuneration of ₹40,000 per year (inclusive of travel and out of pocket expenses) plus applicable Goods & Service Tax (GST); **RESOLVED FURTHER THAT** the Board of Directors be and are hereby authorized to take such steps and do all such acts, deeds, matters, and things as may be considered necessary, proper. and expedient to give effect to this Resolution."
Type of resolution	Ordinary

Particulars	Consolidated e- Voting Result		Percentage %
	Number of Voters	Number of Votes	
Assent	679	1592426844	99.96
Dissent	45	581221	0.04
Total	724	1593008065	100
Abstain	-	-	-

Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 8 of the Notice dated 15th July, 2026, has been passed with requisite majority.

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Item No	9
Subject Matter of Resolution	**Approval of Material Related Party Transaction(s) with Shell MRPL Aviation Fuels and Services Limited for the Financial Year 2027-28** "**RESOLVED THAT** pursuant to Regulation 23 and such other applicable provisions, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Schedule XII, relevant circulars issued by the Securities and Exchange Board of India from time to time, applicable provisions of the Companies Act, 2013 read with Rules made thereunder and the Company's Policy on Related Party Transactions, consent of member of the Company be and is hereby accorded for the Material Related Party Transaction(s) for Aviation Turbine Fuel etc., by the Company with Shell MRPL Aviation Fuels and Services Limited for an amount up to ₹5,500 Crore for the Financial Year 2027–28 in the ordinary course of business and at arm's length basis; **RESOLVED FURTHER THAT** the aggregate value of such transaction(s), whether entered into individually or taken together with previous transactions during the Financial Year 2027-28, may reach an estimated amount of ₹5,500 crore, notwithstanding that such transactions exceed the material threshold of ₹4,627.88 crore calculated under the scale-based framework prescribed under Regulation 23(1) read with Schedule XII of the SEBI Listing Regulations; **RESOLVED FURTHER THAT** Managing Director and Director (Finance) be and are hereby jointly or severally authorised to do all such acts, deeds and things as may be deemed necessary or expedient to give effect to this Resolution and for the matters connected therewith or incidental thereto"
Type of resolution	Ordinary

Particulars	Consolidated e- Voting Result		Percentage %
	Number of Voters	Number of Votes	
Assent	675	32922551	81.30
Dissent	49	7572380	18.70
Total	724	40494931	100
Abstain	-	-	-

Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 9 of the Notice dated 15th July, 2026, has been passed with requisite majority.

Item No	10
Subject Matter of Resolution	**Amendment in Object clause and Adoption of Memorandum of Association & Articles of Association in line with Companies Act, 2013** "**RESOLVED THAT** pursuant to the provisions of Section 4 and 13 of the Companies Act, 2013 ("Act"), and other applicable provisions, if any, of the Act and the rules framed thereunder, including any statutory modification(s) or re-enactment thereof for the time being in force, the consent of members be and is hereby accorded to amend Clause III A (3) (Main Objects) of the Object Clause of the Memorandum of Association of the Company as under: Clause III A (3) Amendment Manufacturing, services and marketing of all kinds of petroleum and

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	Petroleum products, Petrochemicals, lubes, Solvents and similar products, by products and other specialty products including Active Pharma Intermediates (API's), Biofuels, Renewable, Green Energy and other sustainable technologies and any other inhouse developed / traded technical products, technical services or technical know-hows. **RESOLVED FURTHER THAT** pursuant to the provisions of Section 4, Section 13, and all other applicable provisions, if any, of the Companies Act, 2013 read with Rule 29 of the Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), read with the applicable rules made thereunder, and subject to the modifications and regulations prescribed by the Securities and Exchange Board of India (SEBI), the consent of the members of the Company be and is hereby accorded to alter the existing Object Clause of the Memorandum of Association (MoA) of the Company by reorganising, replacing, and re heading the existing Clause III (B) thereof to perfectly align with the statutory structure of the Act, as under: The existing heading of Clause III (B) be entirely substituted with the following modern nomenclature: '(B) Matters which are necessary for furtherance of the objects specified in Clause III(a) hereof (Incidental or Ancillary Objects): The Company shall be entitled to carry on all or any of the following objects as being incidental or ancillary to the attainment of the main objects specified in Clause III(a) hereof:' **RESOLVED FURTHER THAT** pursuant to the provisions of Section 14 and all other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the consent of the members of the Company be and is hereby accorded to alter the existing Articles of Association (AoA) of the Company by amending, substituting, and deleting specific clauses thereof, in the manner set out in the Schedule of Amendments annexed to the Statement accompanying this Notice, to bring the Articles of Association in strict conformity and alignment with the provisions of the Companies Act, 2013; **RESOLVED FURTHER THAT** any references to the 'Companies Act, 1956' or any specific sections of the old Act anywhere within the remaining unamended clauses of the existing Articles of Association be automatically read, construed, and substituted with the corresponding provisions and sections of the 'Companies Act, 2013'; **RESOLVED FURTHER THAT** the remaining clauses and articles of the existing Articles of Association of the Company shall remain unaltered, valid, and fully effective; **RESOLVED FURTHER THAT** the Company Secretary be and are hereby severally authorised to sign, execute, and file Form MGT-14 with the Registrar of Companies (RoC), and to undertake all such acts, deeds, matters and things as may be deemed necessary, proper, desirable and expedient in its absolute discretion, for the purpose of giving effect to this resolution and to settle any question, difficulty or doubt that may arise in this regard without requiring the Board to seek any further consent or approval of the Members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this Resolution".
Type of resolution	Special

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Particulars	Consolidated e- Voting Result		Percentage %
	Number of Voters	Number of Votes	
Assent	697	1592954651	100
Dissent	30	53869	0
Total	727	1593008520	100
Abstain	-	-	-

Based on the aforesaid results, I report that the Special Resolution as contained in the Item No. 10 of the Notice dated 15th July, 2026, has been passed with requisite majority

Date: 24th August, 2026
Place: Noida

For, Kumar Naresh Sinha & Associates
Company Secretaries

(CS Naresh Kumar Sinha)
Proprietor
PR: 6220/2024
FCS: 1807; CP No.: 14984
FRN: S2015UP440500
UDIN: F001807H001206505

Countersigned by:
For Mangalore Refinery and Petrochemicals Limited (MRPL)

Chairman

KUMAR NARESH SINHA & ASSOCIATES
Company Secretaries

121, Vinayak Apartment
C-58/19, Sector-62
Noida-201307 (U.P)
Mobile: 9868282032, 98101842[illegible]
Email: kumarnareshsinha@gmail.com

Annexure -A

1. The e-votes cast through Remote e-voting and during the AGM on the resolutions stated in the notice dated 15th *July, 2026* of the 38th Annual General Meeting of Mangalore Refinery and Petrochemicals Limited (MRPL), held on 24th August 2026 at 16:00 HRS through Video Conferencing (VC)/Other Audio-Visual Means (OAVM) were unblocked in our presence on 24th August 2026 at 17:30 HRS.

2. We are not in the employment of the Company.

Witnesses:

1. (Kannu Duggal)
Add: P-21, Sector-11, Noida-201301, U.P

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2. (Mukesh Mishra)
Add: Flat No.: 202, Tower-23, Lotus Panache, Sector-110, Noida-201301, UP