



**AMBICA AGARBATHIES
AROMA & INDUSTRIES LTD**

POWERPET, ELURU - 534 002 W.G.DT. (A.P.)

PHONES : 230629, 230216.

Date: 01st October, 2024

To,
Corporate Relationship Department
BSE LIMITED
P J Towers, Dalal Street,
Mumbai- 400001
Scrip Code: 532335

To,
Manager
National Stock Exchange of India Limited
Exchange Plaza", Bandra (E)
Mumbai-400051
Scrip Code: AMBICAAGAR

Dear Sir,

Sub: - Voting Results of 29th Annual General Meeting.

With reference to the Above Cited Subject, we would like to submit the following information/ documents with regard to the 29th Annual General Meeting of the Company.

1. Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, as *Annexure - I*.
2. Report of Scrutinizer dated 01st October 2024, Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 as *Annexure - II*.

This is for the information and necessary records

Yours Truly,
For AMBICA AGARBATHIES AROMA & INDUSTRIES LIMITED

Ambica Krishna
Chairman & Managing Director
Din No. 00391898



**AMBICA AGARBATHIES
AROMA & INDUSTRIES LTD**
POWERPET, ELURU - 534 002 W.G.DT. (A.P.)
PHONES : 230629, 230216.

Annexure I

Date: 01st October, 2024

To
Corporate Relationship Department
BSE LIMITED
P J Towers, Dalal Street,
Mumbai- 400001
Scrip Code: 532335

To
Manager
National Stock Exchange of India Limited
Exchange Plaza, Bandra (E)
Mumbai-400051
Scrip Code: AMBICAAGAR

Dear Sir,

Sub: Outcome of the Voting (Combined: E-Voting and Poll) of 29th Annual General Meeting.
Ref: As Per Regulation 44 of SEBI (LODR) Regulation 2015

DETAILS OF VOTING RESULTS

Sr No	PARTICULARS	DETAILS			
1	Date of AGM	Saturday, September 28 th 2024.			
2	Total number of shareholders as on Record Date/Cutoff Date	8752			
3	No of shareholders present in the meeting either in Person or Through proxy	Promoter & Promoter Group		Public	
		In person	Through proxy	In person	Through proxy
		16	0	38	0
4	No of shareholders attended the meeting though video conference	NA			
5	E-Voting period	Wednesday, 25 th September 2024 at 9:00 AM and ends on Friday, 27 th September, 2024 at 5:00 PM.			

As per the consolidated results of e-voting and poll on item no. (1) (2) (3) (4) and (5) of the notice of the AGM, all the resolution passed by **REQUISITE MAJORITY**.

Yours Truly,

This is for the information and necessary records

For AMBICA AGARBATHIES AROMA & INDUSTRIES LIMITED

Ambica Krishna
Chairman & Managing Director
DIN No. 00391898

e mail : ambica.a@rediffmail.com

www.ambicaincense.com

GST IN. 37AAACA7483L1Z9

CIN:L24248AP1995PLC020077

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended on March 31st 2024, together with the Report of the Board of Directors and Auditors thereon				
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	7457532						
	Poll		7457532	100.0000	7457532	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		7457532	7457532	100.0000	7457532	0	100.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	2198721	134435	6.1142	134415	20	99.9851	0.0149
	Poll		2064286	93.8858	2064286	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		2198721	2198721	100.0000	2198701	20	99.9991
Total		9656253	9656253	100.0000	9656233	20	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a director in place of Sri. Veera Venkata Potnu Krishna Rao Peria (DIN- 00391898), who retires by rotation and being eligible offers himself for re-appointment as a director of the company				
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							
	Poll	7457532	7457532	100.0000	7457532	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	7457532	7457532	100.0000	7457532	0	100.0000	0.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting		134435	6.1142	134415	20	99.9851	0.0149
	Poll	2198721	2064286	93.8858	2064286	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	2198721	2198721	100.0000	2198701	20	99.9991	0.0009
Total		9656253	9656253	100.0000	9656233	20	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	

Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPROVAL FOR THE RE-APPOINTMENT OF MR. AMBICARAMACHANDRARAO (DIN: 01678538) AS WHOLE TIME DIRECTOR OF THE COMPANY				
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	7457532						
	Poll		7457532	100.0000	7457532	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		7457532	7457532	100.0000	7457532	0	100.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	2198721	134435	6.1142	134415	20	99.9851	0.0149
	Poll		2064286	93.8858	2064286	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		2198721	2198721	100.0000	2198701	20	99.9991
Total		9656253	9656253	100.0000	9656233	20	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	

Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPROVAL FOR THE RE-APPOINTMENT OF MRS. SATYAVATHI PERLA (DIN: 07141289) AS WHOLE TIME DIRECTOR OF THE COMPANY				
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	7457532						
	Poll		7457532	100.0000	7457532	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		7457532	7457532	100.0000	7457532	0	100.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	2198721	134435	6.1142	134415	20	99.9851	0.0149
	Poll		2064286	93.8858	2064286	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		2198721	2198721	100.0000	2198701	20	99.9991
Total		9656253	9656253	100.0000	9656233	20	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	

Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPROVAL OF MATERIAL RELATED PARTY TRANSACTIONS				
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	7457532						
	Poll		7457532	100.0000	7457532	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		7457532	7457532	100.0000	7457532	0	100.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	2198721	134435	6.1142	12453	121982	9.2632	90.7368
	Poll		2064286	93.8858	2064286	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		2198721	2198721	100.0000	2076739	121982	94.4521
Total		9656253	9656253	100.0000	9534271	121982	98.7368	1.2632
Whether resolution is Pass or Not.							Yes	



CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended]

To,
The Chairman of 29th AGM of,
M/s. Ambica Agarbathies Aroma & Industries Limited
Held on 28th September, 2024 at 11:00 A.M at
Shankar Towers, Power Pet, Eluru, West Godavari District,
Andhra Pradesh - 534002.

Dear Sir,

Sub: Consolidated Report on electronic voting carried out during Wednesday 25th September, 2024 (09:00 A.M) to Friday, 27th September, 2024 (5:00 P.M.) And on Physical voting conducted through poll at the 29th Annual General Meeting (AGM) of M/s. Ambica Agarbathies Aroma & Industries Limited held on Saturday 28th September 2024 at the registered office of the company at 11.00 AM.

With reference to the above subject, I, Jineshwar Kumar Sankhala, Practicing Company Secretary, state that I was appointed as a scrutinizer in terms of a resolution passed by the Board of Directors of the Company, on 28th August, 2024, for scrutinizing the e-voting process during Wednesday 25th September, 2024 (09:00 A.M) to Friday, 27th September, 2024 (5:00 P.M.) and physical voting conducted through poll at the 29th AGM at Shankar Towers, Power Pet, Eluru, West Godavari District, Andhra Pradesh - 534002 in a fair and transparent manner, for ascertaining the requisite majority and for giving my report in connection with the items of business as provided in the notice dated 28th day of August, 2024. I report as under:

1. The Company availed the services of M/s. Central Depository Services (India) Limited (CDSL) (hereinafter referred to as the "Service Provider") to offer the electronic voting facility to its shareholders. The e-voting facility was offered and kept open by the Company to its Shareholders for the period commencing on Wednesday 25th September, 2024 (09:00 A.M) to Friday, 27th September, 2024 (5:00 P.M.). The shareholders whose names appeared in the Register of Members / List of



Beneficial Owners as on 21st day of September, 2024 (i.e. cut - off date) were allowed to participate and vote electronically on all the items of business during the aforesaid period of e-voting.

2. The Chairman ordered for a Poll facility at the venue to the shareholders who attended the meeting and did not participate in the E-voting facility by the company to cast their votes through poll at the 29th AGM.
3. After the time fixed for closing of the poll by the Chairman, the ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
4. The locked ballot boxes were subsequently opened in my presence along with two witnesses and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company and I did not find any poll papers invalid.
5. I am herewith enclosing the details of votes cast through e-voting during Wednesday 25th September, 2024 (09:00 A.M) to Friday, 27th September, 2024 (5:00 P.M.) and details of the voting at the 29th AGM on each of the resolutions as Annexure I.
6. The poll papers and relevant records relating to electronic voting and Poll at 29th AGM were sealed and handed over to the Company Secretary authorized by the Board for safekeeping.

Thanking You,

Place: Hyderabad

Date: 01.10.2024



For P.S. Rao & Associates
Company Secretaries

Jineshwar Kumar Sankhala
Company Secretary

C.P. No. 18365

UDIN: A021697F001410084

Item No. 1

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended on March 31st 2024, together with the Report of the Board of Directors and Auditors thereon.

i. Voted in favor of the resolution

No. of members voting	No. of votes cast by them	% of total number of valid votes cast
72	9656233	100

ii. Voted against the resolution

No. of members voting	No. of votes cast by them	% of total number of valid votes cast
2	20	Negligible

iii. Invalid Votes

No. of members voting	No. of votes cast by them	% of total number of valid votes cast
-	-	-



Item No. 2

To appoint a director in place of Shri. Veera Venkata Pothu Krishna Rao Perla (DIN- 00391898), who retires by rotation and being eligible offers himself for re-appointment as a director of the company.

i. Voted in favor of the resolution

No. of members voting	No. of votes cast by them	% of total number of valid votes cast
72	9656233	100

ii. Voted against the resolution

No. of members voting	No. of votes cast by them	% of total number of valid votes cast
2	20	Negligible

iii. Invalid Votes

No. of members voting	No. of votes cast by them	% of total number of valid votes cast
-	-	-



Item No. 3

Approval for the Re-Appointment of Mr. Ambica Ramachandra Rao (DIN: 01678538) as Whole-Time Director of the Company.

i. Voted in favor of the resolution

No. of members voting	No. of votes cast by them	% of total number of valid votes cast
72	9656233	100

i. Voted against the resolution

No. of members voting	No. of votes cast by them	% of total number of valid votes cast
2	20	Negligible

ii. Invalid Votes

No. of members voting	No. of votes cast by them	% of total number of valid votes cast
-	-	-



Item No. 4

Approval for the Re-Appointment of Mrs. Satyavathi Perla (DIN: 07141289) as Whole-Time Director of the Company.

i. Voted in favor of the resolution

No. of members voting	No. of votes cast by them	% of total number of valid votes cast
72	9656233	100

ii. Voted against the resolution

No. of members voting	No. of votes cast by them	% of total number of valid votes cast
2	20	Negligible

iii. Invalid Votes

No. of members voting	No. of votes cast by them	% of total number of valid votes cast
-	-	-



Item No. 5

Approval of Material Related Party Transactions.

i. Voted in favor of the resolution

No. of members voting	No. of votes cast by them	% of total number of valid votes cast
70	9534271	98.74

ii. Voted against the resolution

No. of members voting	No. of votes cast by them	% of total number of valid votes cast
4	121982	1.26

iii. Invalid Votes

No. of members voting	No. of votes cast by them	% of total number of valid votes cast
-	-	-

