



Ref No: AWL/SECT/2024-25/28

June 27, 2024

**BSE Limited**  
Floor 25, P J Towers,  
Dalal Street,  
Mumbai – 400 001  
**Scrip Code: 543458**

**National Stock Exchange of India Limited**  
Exchange Plaza,  
Bandra Kurla Complex,  
Bandra (E), Mumbai – 400 051  
**Scrip Code: AWL**

Dear Sir,

**Sub: Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Details of Voting Results of the 26<sup>th</sup> Annual General Meeting (AGM) of the Company**

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the details of voting results inclusive of remote e-voting and e-voting in relation to the 26<sup>th</sup> Annual General Meeting (AGM) of the Company held on Wednesday, June 26, 2024 at 11.30 a.m. through Video Conferencing (VC) / Other Audio Video Means (OAVM).

We are also enclosing the consolidated report of the Scrutinizer on remote e-voting and e-voting during the AGM. The above are also being uploaded on the Company's website [www.adaniwilmar.com](http://www.adaniwilmar.com) and on the website of Central Depository Services (India) Limited, [www.evoting.cdsindia.com](http://www.evoting.cdsindia.com).

You are requested to kindly take the same on record.

Thanking You

Yours Faithfully,  
**For, Adani Wilmar Limited**

**Darshil Lakhia**  
**Company Secretary**

Encl: As above

Adani Wilmar Limited  
Fortune House  
Nr. Navrangpura Railway Crossing  
Ahmedabad – 380 009  
Gujarat, India  
CIN: L15146GJ1999PLC035320

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Fax +91 79 2645 5621  
[info@adaniwilmar.in](mailto:info@adaniwilmar.in)  
[www.adaniwilmar.com](http://www.adaniwilmar.com)

Registered Office: Fortune House, Nr. Navrangpura Railway Crossing, Ahmedabad 380 009, Gujarat, India

**Details of Voting Results – 26<sup>th</sup> Annual General Meeting held on June 26, 2024**

Sr No.	Agenda	Resolution required (Ordinary/Special)	Mode of Voting	Remarks
1	Adoption of Audited Financial Statements (including consolidated financial statements) for the financial year ended on 31st March, 2024.	Ordinary Resolution	Remote e-voting prior and during the AGM	Passed with requisite majority
2	Appointment of Mr. Pranav V. Adani (DIN: 00008457), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution	Remote e-voting prior and during the AGM	Passed with requisite majority
3	Appointment of Mr. Angshu Mallick (DIN: 02481358), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution	Remote e-voting prior and during the AGM	Passed with requisite majority
4	Approval of material related party transaction(s) proposed to be entered into by the Company during the financial year 2024-2025 with ADM International SARL.	Ordinary Resolution	Remote e-voting prior and during the AGM	Passed with requisite majority
5	Approval of material related party transaction(s) proposed to be entered into by the Company during the financial year 2025-2026 with Wilmar Trading Pte. Ltd.	Ordinary Resolution	Remote e-voting prior and during the AGM	Passed with requisite majority
6	Approval of the remuneration payable to M/s. Dalwadi & Associates, Practicing Cost Accountants (Firm Regn. No. 000338), Cost Auditors of the Company, for the financial year ending 31st March, 2025.	Ordinary Resolution	Remote e-voting prior and during the AGM	Passed with requisite majority



## CHIRAG SHAH & ASSOCIATES

Company Secretaries

1213-1214 Ganesh Glory, Nr. Jagatpur Crossing

Besides Ganesh Genesis,

Off. S.G. Highway, Ahmedabad - 382 481.

Ph.: 079-40020304, 6358790040/41/42

E-mail : chi118\_min@yahoo.com

### Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and rule 20(xi) of the Companies  
(Management and Administration) Rules, 2014]

To,  
The Chairman,  
26<sup>th</sup> Annual General Meeting of the Equity Shareholders of  
**ADANI WILMAR LIMITED ("the Company")**  
held on Wednesday, 26th June, 2024  
at 11.30 a.m. through  
Video Conferencing/  
Other Audio Visual Means

**Consolidated Scrutinizer's Report on voting by Remote E-voting and E-voting facility to the  
shareholders present at the AGM through Video Conferencing/ Other Audio Visual Means  
in respect of the resolutions (businesses) contained in the Notice dated 1<sup>st</sup> May, 2024**

Dear Sir,

I, Chirag Shah, Practicing Company Secretary, appointed as Scrutinizer for the purpose of the Voting through Remote E-voting and E-voting facility to the shareholders present at the AGM through Video Conferencing/ Other Audio Visual means ("VC/OAVM") on the below mentioned resolution(s), at 26<sup>th</sup> Annual General Meeting of the Equity Shareholders of the Company held on Monday, 26<sup>th</sup> June, 2024 at 11.30 a.m., submit my report as under:

The Management of the Company is responsible to ensure compliance with the requirements of the relevant provisions of (i) The Companies Act, 2013 and the Rules made thereunder; (ii) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (iii) Secretarial Standard-2 on General Meetings issued by the Institute of Company secretaries of India, relating to the E-voting facility to the shareholders present at the AGM through VC/OAVM and Remote E-voting. My responsibilities as a Scrutinizer is restricted to give a consolidated report on the Votes cast by the members for the resolutions (Businesses) contained in the Notice dated 1<sup>st</sup> May, 2024, through Remote E-Voting and through E-voting facility to the shareholders present at the AGM through VC/OAVM.

1. After the time fixed for E-voting facility to the shareholders present at the AGM through VC / OAVM by the Chairman, electronic voting system for Voting was started.



2. The company had appointed Central Depository Services (India) Limited (“CDSL”) as the Agency for providing e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier through remote e-voting facility.
3. The remote e-voting period remained open from Saturday, 22<sup>nd</sup> June, 2024 at 9.00 a.m. to Tuesday, 25<sup>th</sup> June, 2024 at 5.00 p.m.
4. The shareholders holding shares as on the “cut off” date i.e. Wednesday, 19<sup>th</sup> June, 2024 were entitled to vote on the proposed resolutions (Items No. 1 to 6 as set out in the Notice of the 26<sup>th</sup> Annual General Meeting of the Company).
5. The votes were unblocked on 26<sup>th</sup> June, 2024 at around 12:50 p.m. in the presence of two witnesses Mr. Raimeen Maradiya and Ms. Charmi Shah who are not in the employment of the Company.
6. The result of the scrutiny of voting by Remote E-Voting and through E-voting facility to the shareholders present at the AGM through VC/OAVM, in respect of resolutions (businesses) contained in notice dated 1st May, 2024 is as under:

**a) Resolution No. 1 - (Ordinary Resolution):**

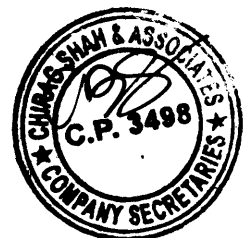
Adoption of Audited Financial Statements (including consolidated Audited Financial Statements) for the financial year ended on 31st March, 2024.

(i) Voted in favour of resolution:

Voting Description	Number of Members who voted	Number of shares for which votes cast	% of total number of valid votes cast
E-voting by Shareholders through VC/OAVM	34	28678	100.00%
Remote E-voting	1054	1153556056	100.00%
<b>Total</b>	<b>1088</b>	<b>1153584734</b>	<b>100.00%</b>

(ii) Voted against the resolution:

Voting Description	Number of Members who voted	Number of shares for which votes cast	% of total number of valid votes cast
E-voting by Shareholders through VC/OAVM	0	0	0.00%
Remote E-voting	43	56180	0.00%
<b>Total</b>	<b>43</b>	<b>56180</b>	<b>0.00%</b>



(iii) Abstained Votes:

Voting Description	Number of Members who voted	Number of shares for which votes cast
E-voting by Shareholders through VC/OAVM	0	0
Remote E-voting	1	20
Total	1	20

b) **Resolution No. 2 - (Ordinary Resolution):**

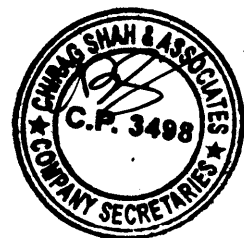
Re-appointment of Mr.Pranav V. Adani (DIN: 00008457) as a Director of the Company who retires by rotation.

(i) Voted in favour of resolution:

Voting Description	Number of Members who voted	Number of shares for which votes cast	% of total number of valid votes cast
E-voting by Shareholders through VC/OAVM	34	28678	100.00%
Remote E-voting	960	1145595249	99.31%
Total	994	1145623927	99.31%

(ii) Voted against the resolution:

Voting Description	Number of Members who voted	Number of shares for which votes cast	% of total number of valid votes cast
E-voting by Shareholders through VC/OAVM	0	0	0.00%
Remote E-voting	137	8017002	0.69%
Total	137	8017002	0.69%



(iii) Abstained Votes:

Voting Description	Number of Members who voted	Number of shares for which votes cast
E-voting by Shareholders through VC/OAVM	0	0
Remote E-voting	1	5
Total	1	5

c) **Resolution No. 3 - (Ordinary Resolution):**

Re-appointment of Mr. Angshu Mallick (DIN: 02481358) as a Director of the Company who retires by rotation.

(i) Voted in favour of resolution:

Voting Description	Number of Members who voted	Number of shares for which votes cast	% of total number of valid votes cast
E-voting by Shareholders through VC/OAVM	33	28671	99.98%
Remote E-voting	984	1152583107	99.91%
Total	1017	1152611778	99.91%

(ii) Voted against the resolution:

Voting Description	Number of Members who voted	Number of shares for which votes cast	% of total number of valid votes cast
E-voting by Shareholders through VC/OAVM	1	7	0.02%
Remote E-voting	111	1028964	0.09%
Total	112	1028971	0.09%

(iii) Abstained Votes:

Voting Description	Number of Members who voted	Number of shares for which votes cast
E-voting by Shareholders through VC/OAVM	0	0
Remote E-voting	3	185
Total	3	185



**d) Resolution No. 4 - (Ordinary Resolution):**

To consider and approve the material related party transaction(s) proposed to be entered into with ADM International SARM, by the company during financial year 2024-25.

(i) Voted in favour of resolution:

Voting Description	Number of Members who voted	Number of shares for which votes cast	% of total number of valid votes cast
E-voting by Shareholders through VC/OAVM	33	28548	99.55%
Remote E-voting	1032	11549972	99.80%
Total	1065	11578520	99.80%

(ii) Voted against the resolution:

Voting Description	Number of Members who voted	Number of shares for which votes cast	% of total number of valid votes cast
E-voting by Shareholders through VC/OAVM	1	130	0.45%
Remote E-voting	62	23274	0.20%
Total	63	23404	0.20%

(iii) Abstained Votes:

Voting Description	Number of Members who voted	Number of shares for which votes cast
E-voting by Shareholders through VC/OAVM	0	0
Remote E-voting	4	1142039010
Total	4	1142039010



**e) Resolution No. 5 - (Ordinary Resolution):**

To consider and approve the material related party transaction(s) proposed to be entered into with Wilmar Trading Pte.Ltd., by the company during financial year 2025-26.

**(i) Voted in favour of resolution:**

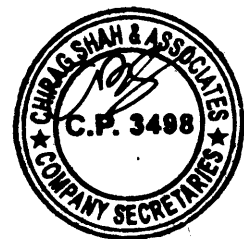
Voting Description	Number of Members who voted	Number of shares for which votes cast	% of total number of valid votes cast
E-voting by Shareholders through VC/OAVM	33	28428	100.00%
Remote E-voting	1036	11552813	99.82%
<b>Total</b>	<b>1069</b>	<b>11581241</b>	<b>99.82%</b>

**(ii) Voted against the resolution:**

Voting Description	Number of Members who voted	Number of shares for which votes cast	% of total number of valid votes cast
E-voting by Shareholders through VC/OAVM	0	0	0.00%
Remote E-voting	59	20508	0.18%
<b>Total</b>	<b>59</b>	<b>20508</b>	<b>0.18%</b>

**(iii) Abstained Votes:**

Voting Description	Number of Members who voted	Number of shares for which votes cast
E-voting by Shareholders through VC/OAVM	1	250
Remote E-voting	3	1142038935
<b>Total</b>	<b>4</b>	<b>1142039185</b>





**f) Resolution No. 6 - (Special Resolution):**

To approve the remuneration payable to M/s. Dalwadi & Associates, Practicing Cost Accountants (Firm Regn. No. 000338), Cost Auditors of the Company, for the financial year ending 31st March,2025

**(i) Voted in favour of resolution:**

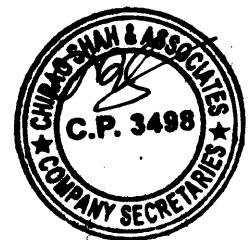
Voting Description	Number of Members who voted	Number of shares for which votes cast	% of total number of valid votes cast
E-voting by Shareholders through VC/OAVM	34	28678	100.00%
Remote E-voting	1025	1153595003	100.00%
Total	1059	1153623681	100.00%

**(ii) Voted against the resolution:**

Voting Description	Number of Members who voted	Number of shares for which votes cast	% of total number of valid votes cast
E-voting by Shareholders through VC/OAVM	0	0	0.00%
Remote E-voting	72	17188	0.00%
Total	72	17188	0.00%

**(iii) Abstained Votes:**



Voting Description	Number of Members who voted	Number of shares for which votes cast
E-voting by Shareholders through VC/OAVM	0	0
Remote E-voting	1	65
Total	1	65



7. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same will be handed over to the Company Secretary of the Company for safe keeping.

Thanking you,  
Yours faithfully,  
For, Chirag Shah & Associates

Counter Signed by

**Chirag Shah**  
Scrutinizer  
Practicing Company Secretary  
FCS: 5545; CP: 3498  
UDIN: F005545F000626253  
Peer Review Cert. No.: 704/2020  
Place: Ahmedabad  
Date: 27<sup>th</sup> June, 2024

**Darshil Lakhia**  
Company Secretary  
Adani Wilmar Limited  
(Membership No. : A20217)