



RKL/SX/2021-22/51
September 28, 2021

Bombay Stock Exchange Ltd. Phiroze Jeejeebhoy Towers Dalal Street <u>Mumbai – 400 001.</u>	National Stock Exchange of India Ltd. Exchange Plaza, 5 th Floor Plot no. C/1, G Block Bandra-Kurla Complex, Bandra (E) <u>Mumbai – 400 051.</u>
Scrip Code: 532497	Scrip Code: RADICO

Sub: Disclosure of Voting Result in respect of the 37th Annual General Meeting of the Company held on Tuesday, September 28, 2021

Dear Sir / Madam,

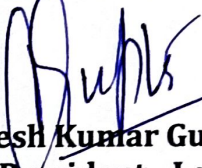
The details of voting result in respect of the 37th Annual General Meeting of the Company held on Tuesday, September 28, 2021 at 1.00 P.M. at Rampur Distillery, Bareilly Road, Rampur – 244 901, Uttar Pradesh and concluded at 1:45 P.M, is enclosed in the format prescribed under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, along with the Consolidated Scrutinizer's Report pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014.

We request you to take the same on record.

Thanking you,

Yours faithfully,

For Radico Khaitan Limited


(Dinesh Kumar Gupta)
Vice President - Legal &
Company Secretary



Email Id: investor@radico.co.in

Radico Khaitan Limited

Plot No. J-1, Block B-1, Mohan Co-op. Industrial Area
Mathura Road, New Delhi-110044
Ph : (91-11) 4097 5444/555 Fax: (91-11) 4167 8841-42
Registered Office : Bareilly Road, Rampur-244901 (U.P.)
Phones : 0595-2350601/2, 2351703 Fax : 0595-2350009
e-mail : info@radico.co.in, website : www.radicokhaitan.com
CIN No. L26941UP1983PLC027278

Details of Voting Results	
Date of the AGM/EGM	28-09-2021
Total number of shareholders on record date	95950
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	12
Public:	58
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Agenda-wise disclosure

Resolution No. 1	To adopt the Standalone and Consolidated Annual Financial Statement of the Company including Report of Board of Directors and Auditors Report for the Financial Year 2020-21								
Resolution required: (Ordinary/ Special)	ORDINARY								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Abstained (7)
Promoter and Promoter Group	E-Voting	5,38,29,818	50,000	0.0929	50,000	0	100.0000	0.0000	0
	Poll		5,37,79,818	99.9071	5,37,79,818	0	100.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		5,38,29,818	100.0000	5,38,29,818	0	100.0000	0.0000	0
Public- Institutions	E-Voting	5,06,57,006	4,34,40,925	85.7550	4,34,12,553	28,372	99.9346	0.0653	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		4,34,40,925	85.755	4,34,12,553	28,372	99.9347	0.0653	0
Public- Non Institutions	E-Voting	2,91,86,941	63,05,086	21.6024	63,03,843	1,243	99.9802	0.0197	2,248
	Poll		6,15,868	2.1101	6,15,868	0	100.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		69,20,954	23.7125	69,19,711	1,243	99.9820	0.0180	2248
Total		13,36,73,765	10,41,91,697	77.9448	10,41,62,082	29,615	99.9716	0.0284	2248

Resolution No. 2		To Declare Dividend on Equity Shares of the Company for the financial year ended March 31, 2021								
Resolution required: (Ordinary/ Special)		ORDINARY								
Whether promoter/ promoter group are interested in the agenda/resolution?		No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Abstained (7)	
Promoter and Promoter Group	E-Voting	5,38,29,818	50,000	0.0929	50,000	0	100.0000	0.0000	0	
	Poll		5,37,79,818	99.9071	5,37,79,818	0	100.0000	0.0000	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	
	Total		5,38,29,818	100.0000	5,38,29,818	0	100.0000	0.0000	0	
Public- Institutions	E-Voting	5,06,57,006	4,34,40,925	85.7550	4,34,40,925	0	100.0000	0.0000	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	
	Total		4,34,40,925	85.755	4,34,40,925	0	100.0000	0.0000	0	
Public- Non Institutions	E-Voting	2,91,86,941	63,07,341	21.6101	63,07,234	107	99.9983	0.0016	3	
	Poll		6,15,868	2.1101	6,15,868	0	100.0000	0.0000	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	
	Total		69,23,209	23.7202	69,23,102	107	99.9985	0.0015	3	
Total		13,36,73,765	10,41,93,952	77.9464	10,41,93,845	107	99.9999	0.0001	3	

Resolution No. 3		To re-appoint Mr. Abhishek Khaitan, who retires by rotation and being eligible, offers himself for re-appointment								
Resolution required: (Ordinary/ Special)		ORDINARY								
Whether promoter/ promoter group are interested in the agenda/resolution?		No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Abstained (7)	
Promoter and Promoter Group	E-Voting	5,38,29,818	0	0.0000	0	0	0.0000	0.0000	50,000	
	Poll		5,34,17,608	99.2342	5,34,17,608	0	100.0000	0.0000	3,62,210	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	
	Total		5,34,17,608	99.2342	5,34,17,608	0	100.0000	0.0000	4,12,210	
Public- Institutions	E-Voting	5,06,57,006	4,34,40,925	85.7550	4,34,40,925	0	100.0000	0.0000	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	
	Total		4,34,40,925	85.755	4,34,40,925	0	100.0000	0.0000	0	
Public- Non Institutions	E-Voting	2,91,86,941	63,05,064	21.6023	63,01,248	3,816	99.9394	0.0605	2,280	
	Poll		6,15,868	2.1101	6,15,868	0	100.0000	0.0000	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	
	Total		69,20,932	23.7124	69,17,116	3,816	99.9449	0.0551	2280	
Total		13,36,73,765	10,37,79,465	77.6364	10,37,75,649	3,816	99.9963	0.0037	414490	

Resolution No. 4		To appoint M/s Walker Chandio & Co LLP, Chartered Accountants, as the Statutory Auditor of the Company								
Resolution required: (Ordinary/ Special)		ORDINARY								
Whether promoter/ promoter group are interested in the agenda/resolution?		No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Abstained (7)	
Promoter and Promoter Group	E-Voting	5,38,29,818	50,000	0.0929	50,000	0	100.0000	0.0000	0	
	Poll		5,37,79,818	99.9071	5,37,79,818	0	100.0000	0.0000	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	
	Total		5,38,29,818	100.0000	5,38,29,818	0	100.0000	0.0000	0	
Public- Institutions	E-Voting	5,06,57,006	4,34,40,925	85.7550	4,34,40,925	0	100.0000	0.0000	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	
	Total		4,34,40,925	85.755	4,34,40,925	0	100.0000	0.0000	0	
Public- Non Institutions	E-Voting	2,91,86,941	63,05,084	21.6024	63,01,613	3,471	99.9449	0.0550	2,260	
	Poll		6,15,868	2.1101	6,15,868	0	100.0000	0.0000	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	
	Total		69,20,952	23.7125	69,17,481	3,471	99.9498	0.0502	2260	
Total		13,36,73,765	10,41,91,695	77.9448	10,41,88,224	3,471	99.9967	0.0033	2260	

Resolution No. 5		To approve the payment of remuneration to Mr. Abhishek Khaitan as Managing Director and Promoter of the Company								
Resolution required: (Ordinary/ Special)		SPECIAL								
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes, but this is not a material related party transaction								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Abstained (7)	
Promoter and Promoter Group	E-Voting	5,38,29,818	0	0.0000	0	0	0.0000	0.0000	50,000	
	Poll		0	0.0000	0	0	0.0000	0.0000	5,37,79,818	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	
	Total		0	0.0000	0	0	0.0000	0.0000	53829818	
Public- Institutions	E-Voting	5,06,57,006	4,34,40,925	85.7550	3,59,22,701	75,18,224	82.6932	17.3067	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	
	Total		4,34,40,925	85.755	3,59,22,701	75,18,224	82.6932	17.3068	0	
Public- Non Institutions	E-Voting	2,91,86,941	63,05,082	21.6024	30,26,142	32,78,940	47.9952	52.0047	2,258	
	Poll		6,15,868	2.1101	6,15,868	0	100.0000	0.0000	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	
	Total		69,20,950	23.7125	36,42,010	32,78,940	52.6230	47.3770	2258	
Total		13,36,73,765	5,03,61,875	37.6752	3,95,64,711	1,07,97,164	78.5608	21.4392	53832076	

Resolution No. 6		To ratify the remuneration payable to Mr. R. Krishnan, as Cost Auditor of the Company for the financial year 2021-22							
Resolution required: (Ordinary/ Special)		ORDINARY							
Whether promoter/ promoter group are interested in the agenda/resolution?		No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Abstained (7)
Promoter and Promoter Group	E-Voting	5,38,29,818	50,000	0.0929	50,000	0	100.0000	0.0000	0
	Poll		5,37,79,818	99.9071	5,37,79,818	0	100.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		5,38,29,818	100.0000	5,38,29,818	0	100.0000	0.0000	0
Public- Institutions	E-Voting	5,06,57,006	4,34,40,925	85.7550	4,34,40,925	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		4,34,40,925	85.755	4,34,40,925	0	100.0000	0.0000	0
Public- Non Institutions	E-Voting	2,91,86,941	63,04,902	21.6018	63,02,860	2,042	99.9676	0.0323	2,438
	Poll		6,15,868	2.1101	6,15,868	0	100.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		69,20,770	23.7119	69,18,728	2,042	99.9705	0.0295	2438
Total		13,36,73,765	10,41,91,513	77.9446	10,41,89,471	2,042	99.9980	0.0020	2438

Note: All the aforesaid resolutions have been passed with requisite majority.

**CONSOLIDATED REPORT OF SCRUTINIZER
FOR VOTING THROUGH REMOTE E-VOTING AND BALLOT PAPERS**

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014]

To

**The Chairman
Radico Khaitan Limited
CIN: L26941UP1983PLC027278
Bareilly Road, Rampur
Uttar Pradesh-244901**

Dear Sir,

I, Tanuj Vohra, Company Secretary in Whole Time Practice and Partner at M/S TVA & Co. LLP, Company Secretaries, having its Registered Office at N-145A, Ground Floor, Greater Kailash-1, Delhi-110048, have been appointed as a Scrutinizer by the Board of Directors of Radico Khaitan Limited (“the Company”) for the purpose of scrutinizing the process of remote e-voting and voting through ballot papers pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 at the 37th Annual General Meeting (“the AGM”) of the equity shareholders of the Company held on Tuesday, September 28, 2021 at 01.00 P.M. at Rampur Distillery, Bareilly Road, Rampur, Uttar Pradesh- 244901, in a fair and transparent manner in respect to the below mentioned resolutions, submit my report as under:

1. The notice dated July 28, 2021 convening the AGM along with the statement under section 102 of the Companies Act, 2013, setting out the material facts and disclosures as required to be stated under Rule 20(4)(iii) and 20(4)(iv) of the Companies (Management and Administration) Rules, 2014, was duly sent to the shareholders in respect to the below mentioned resolutions passed at the AGM.
2. Notice convening the AGM is also published on the Company’s website at www.radicokhaitan.com, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively.
3. The Company has issued a public notice by way of advertisement on September 05, 2021 in “Indian Express” an English language newspaper and “Hindustan” a Hindi language newspaper pursuant to the provisions of Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014.

4. The Company has availed the e-voting facility offered by KFin Technologies Private Limited for conducting remote e-voting by the equity shareholders of the Company.
5. In accordance with the notice sent to the equity shareholders of the Company and the advertisement published, remote e-voting commenced on September 24, 2021 at 9:00 A.M. (IST) and ended on September 27, 2021 at 5:00 P.M. (IST).
6. The equity shareholders of the Company holding shares as on Tuesday, September 21, 2021 “cut off date” were entitled to vote on the resolutions as set out in the notice of the AGM.
7. The details of equity shareholders who have casted votes through remote e-voting, were downloaded from the e-voting website of KFin Technologies Private Limited (<https://evoting.kfintech.com>) in order to ensure that such members did not vote again at the AGM.
8. The locked ballot box was opened and the votes casted through remote e-voting were unblocked in the presence of two witnesses, Mr. Vishhal Arorah and Ms. Heena who were not in the employment of the Company and who have signed below as witness to the unblocking of the votes.
9. No poll/ballot paper was found incomplete and/or otherwise defective.
10. The Consolidated Results of remote e-voting and voting through Ballot Papers pursuant to the provisions of Section 108 of the Companies Act, 2013 read with amended Rule 20 of the Companies (Management and Administration) Rules, 2014 is as under:

(a) Resolution-1: Ordinary Resolution

To adopt the Standalone and Consolidated Annual Financial Statement of the Company including Report of Board of Directors and Auditors Report for the Financial Year 2020-21

Valid Votes

Particulars	Number of Members casted votes			Number of votes casted			(%)
	E-voting	Poll	Total	E-voting	Poll	Total	
Assent	413	55	468	49766396	54395686	104162082	99.9716
Dissent	4	0	4	29615	0	29615	0.0284
Total	417	55	472	49796011	54395686	104191697	100.0000

Invalid/Abstained votes

Invalid/Abstained	Total Number of members whose votes were declared invalid/ Abstained	Total number of votes
Invalid	0	0
Abstained	3	2248
Total	3	2248

Based on the above, the Resolution has been passed with requisite majority.

(d) Resolution-4: Ordinary Resolution

To appoint M/s. Walker Chandiook & Co LLP, Chartered Accountants, as the Statutory Auditor of the Company

Valid Votes

Particulars	Number of Members casted votes			Number of votes casted			Total	(%)
	E-voting	Poll	Total	E-voting	Poll	Total		
Assent	405	55	460	49792538	54395686	104188224	99.9967	
Dissent	10	0	10	3471	0	3471	0.0033	
Total	415	55	470	49796009	54395686	104191695	100.0000	

Invalid/Abstained votes

Invalid/Abstained	Total Number of members whose votes were declared invalid/ Abstained	Total number of votes
Invalid	0	0
Abstained	5	2260
Total	5	2260

Based on the above, the Resolution has been passed with requisite majority.

(e) Resolution-5: Special Resolution

To approve the payment of remuneration to Mr. Abhishek Khaitan, Managing Director and Promoter of the Company

Valid Votes

Particulars	Number of Members casted votes			Number of votes casted			Total	(%)
	E-voting	Poll	Total	E-voting	Poll	Total		
Assent	297	44	341	38948843	615868	39564711	78.5608	
Dissent	119	0	119	10797164	0	10797164	21.4392	
Total	416*	44	460	49746007	615868	50361875	100.0000	

* One Shareholder has voted partially in favour of the resolution and partially against the resolution.

Invalid/Abstained votes

Invalid/Abstained	Total Number of members whose votes were declared invalid/ Abstained	Total number of votes
Invalid	0	0

Abstained	16	53832076
Total	16	53832076

Based on the above, the Resolution has been passed with requisite majority.

(f) Resolution-6: Ordinary Resolution

To ratify the remuneration of Cost Auditors for the financial year 2021-22

Valid Votes

Particulars	Number of Members casted votes			Number of votes casted			Total (%)
	E-voting	Poll	Total	E-voting	Poll	Total	
Assent	402	55	457	49793785	54395686	104189471	99.9980
Dissent	13	0	13	2042	0	2042	0.0020
Total	415	55	470	49795827	54395686	104191513	100.0000

Invalid/Abstained votes

Invalid/Abstained	Total Number of members whose votes were declared invalid/ Abstained	Total number of votes
Invalid	0	0
Abstained	5	2438
Total	5	2438

Based on the above, the Resolution has been passed with requisite majority.

- 10 Registers, Ballot papers and all other relevant records relating to remote e-voting and voting through ballot papers shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the AGM and the same shall be handed over thereafter to the Company Secretary of the Company for safe keeping.

Thanking you
For TVA & Co. LLP
Company Secretaries

TANUJ Digitally signed by TANUJ VOHRA
VOHRA Date: 2021.09.28 19:30:05 +05'30'

Tanuj Vohra
Partner
M. No.: F5621, CP No. 5253
UDIN: F005621C001028698
RP L2015UP000900

Delhi, September 28, 2021

Countersigned by
For Radico Khaitan Limited

**DINESH
KUMAR GUPTA**

Digitally signed by DINESH KUMAR GUPTA
DN: c=IN, o=Personal, title=1470,
pseudonym=925f2b0c2a7b36b1ece6985e65d9839f76
7259151ec6adb8c401383a703a6cdd,
postalCode=110052, st=Delhi,
serialNumber=20163336c43384f2a23847200d1a446684
3346908549b7bb2ea4ad8ee84fc141, cn=DINESH
KUMAR GUPTA
Date: 2021.09.28 20:01:51 +05'30'

Dinesh Kumar Gupta
Vice President Legal and Company Secretary
M. No: F9191

Delhi, September 28, 2021

We, the undersigned witnesses that the ballot box was opened and votes casted through remote e-voting were unblocked from the e-voting website of KFin Technologies Private Limited in our presence at 01:53 P.M. on September 28, 2021.

**VISHHAL
ARORAH**

Digitally signed by VISHHAL ARORAH
DN: c=IN, o=Personal,
2.5.4.20=1f567225cc816380b46c3af6ae991939e
0b0d13627234919422845472421e196,
postalCode=201010, st=UTTAR PRADESH,
serialNumber=ec001e8492002279950696364
04207655ca14270994a6fab776f134604,
cn=VISHHAL ARORAH, l=GAZABAD,
title=7030,
pseudonym=7020202012191549906509
Date: 2021.09.28 19:46:53 +05'30'

Vishhal Arorah
Flat No. 1402, Tower- Kennedia,
Paramount Floraville, Sector 137
Noida, Uttar Pradesh- 201305

Rampur, September 28, 2021

**HEE
NA**

Digitally signed
by HEENA
Date:
2021.09.28
19:29:33
+05'30'

Heena
Ward No.4, Indri,
Karnal, Haryana-132041

Rampur, September 28, 2021