

23rd June, 2022

- | | |
|---|---|
| <p>1. Corporate Relationship Department
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400001.</p> | <p>2. Manager – Listing
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (E),
Mumbai - 400 051.</p> |
|---|---|

Sub.: Proceedings and Voting Results of the 102nd Annual General Meeting of Kansai Nerolac Paints Limited

- Ref.: 1. Regulation 30 and Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**
2. Scip Codes : BSE - 500165, NSE - KANSAINER

Dear Sirs,

This is to inform you that the 102nd Annual General Meeting of Kansai Nerolac Paints Limited (“Company”) was held today i.e. Thursday, 23rd June, 2022, through Video Conferencing/ Other Audio Visual Means, without the physical presence of the Shareholders at a common venue (“AGM”). This is in compliance with the Circular No. 21/2021 dated 14th December, 2021 read with Circular No. 14/2020 dated 8th April, 2020, Circular No.17/2020 dated 13th April, 2020, Circular No. 20/2020 dated 5th May, 2020, Circular No. 02/2021 dated 13th January, 2021 issued by the Ministry of Corporate Affairs (“MCA Circulars”) and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 read with Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 issued by the Securities and Exchange Board of India (“SEBI Circulars”) and relevant provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”).

The said AGM commenced at 11 a.m. (IST) and concluded at 12.55 p.m. (IST).

Following items forming part of the Notice for the said AGM, were considered and approved by the shareholders through remote e-voting system (e-voting from a place other than venue of the AGM) (“remote e-voting”) as well as e-voting during the proceeding of the AGM (“e-voting at the AGM”) :

Sr. No.	Agenda	Type of Resolution	Method of Voting
Ordinary Business:			
1.	Adoption of audited financial statements (including the consolidated financial statements) of the Company for the year ended 31st March, 2022 and the Reports of the Board of Directors and the Auditors thereon.	Ordinary Resolution	Remote e-voting and e-voting at the AGM
2.	Confirmation of interim dividend of ₹1.25 (125%) per Equity Share of the nominal value of ₹1 each already paid and declaration of a final dividend of ₹1.00 (100%) per Equity Share of the nominal value of ₹1 each for the year ended 31st March, 2022.	Ordinary Resolution	Remote e-voting and e-voting at the AGM
3.	Appointment of a Director in place of Mr. Shigeki Takahara, Non-Executive Director (holding Director Identification Number 08736626), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution	Remote e-voting and e-voting at the AGM

Sr. No.	Agenda	Type of Resolution	Method of Voting
Ordinary Business:			
4.	Appointment of a Director in place of Mr. Takashi Tomioka, Non-Executive Director (holding Director Identification Number 08736654), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution	Remote e-voting and e-voting at the AGM
Special Business:			
5.	Ratification of remuneration of the Cost Auditor, D. C. Dave & Co., Cost Accountants (Firm Registration No. 000611), for the financial year ending 31st March, 2023, as recommended by the Audit Committee and approved by the Board of Directors.	Ordinary Resolution	Remote e-voting and e-voting at the AGM
6.	Appointment of Mr. Anuj Jain (holding Director Identification Number 08091524) as the Managing Director for a period of 5 (five) years commencing from 1st April, 2022 and ending on 31st March, 2027 (both days inclusive).	Ordinary Resolution	Remote e-voting and e-voting at the AGM
7.	Re-appointment of Ms. Sonia Singh, Independent Director (holding Director Identification Number 07108778) as an Independent Director to hold office for a second term of 5 (five) years commencing from 29th July, 2022 and ending on 28th July, 2027 (both days inclusive).	Special Resolution	Remote e-voting and e-voting at the AGM

All resolutions as set out in the Notice of the said AGM were duly approved by the Shareholders, with requisite majority.

Details of the results of remote e-voting and e-voting at the AGM are enclosed as **Annexure A**, in terms of Regulation 44(3) of the SEBI Listing Regulations and they will also be uploaded on the BSE Listing portal and NSE's New Digital portal, separately.

The Consolidated Scrutinizer's report dated 23rd June, 2022, pursuant to Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, with respect to the results of remote e-voting and e-voting at the AGM is enclosed as **Annexure B**.

Further, please note that as required under Regulation 34 of the SEBI Listing Regulations, the Annual Report of the Company for the Financial Year 2021-22 and the Notice of the said AGM, has already been submitted with the Stock Exchanges on 31st May, 2022.

Please take the above submission on record.

For **KANSAI NEROLAC PAINTS LIMITED**


G. T. GOVINDARAJAN
 COMPANY SECRETARY

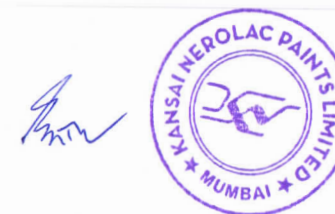
Encl: As above



Kansai Nerolac Paints Ltd									
Resolution Required : (Ordinary)			Resolution No. 1 Adoption of audited financial statements (including the consolidated financial statements) of the Company for the year ended 31st March, 2022 and the Reports of the Board of Directors and the Auditors thereon.						
Whether promoter/ promoter group are interested in the agenda/resolution?			No.						
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	404135898	404135898	100.0000	404135898	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		404135898	100.0000	404135898	0	100.0000	0.0000	0
Public Institutions	E-Voting	89763907	70111971	78.1071	70111971	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		70111971	78.1071	70111971	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	45019915	463593	1.0298	463527	66	99.9858	0.0142	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		463593	1.0298	463527	66	99.9858	0.0142	0
Total		538919720	474711462	88.0857	474711396	66	100.0000	0.0000	0

Notes:

- Voting rights of 98,110 shares pertaining to 27 shareholders, forming part of the unclaimed shares suspense account of the Company in terms of Regulation 39 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, remain frozen and they are included under Public-Non Institutions
- E-voting includes "Remote e-voting" and "e-voting at the AGM".
- Percentage of votes in favour on votes polled is rounded off to 4 decimals



Kansai Nerolac Paints Ltd									
Resolution Required : (Ordinary)			Resolution No. 2 Confirmation of interim dividend of Rs. 1.25 (125%) per Equity Share of the nominal value of Re. 1 each already paid and declaration of a final dividend of Re. 1.00 (100%) per Equity Share of the nominal value of Re. 1 each for the year ended 31st March, 2022.						
Whether promoter/ promoter group are interested in the agenda/resolution?			No.						
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	404135898	404135898	100.0000	404135898	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		404135898	100.0000	404135898	0	100.0000	0.0000	0
Public Institutions	E-Voting	89763907	70111971	78.1071	70111971	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		70111971	78.1071	70111971	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	45019915	463595	1.0298	463476	119	99.9743	0.0257	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		463595	1.0298	463476	119	99.9743	0.0257	0
Total		538919720	474711464	88.0857	474711345	119	100.0000	0.0000	0

Notes:

- Voting rights of 98,110 shares pertaining to 27 shareholders, forming part of the unclaimed shares suspense account of the Company in terms of Regulation 39 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, remain frozen and they are included under Public-Non Institutions
- E-voting includes "Remote e-voting" and "e-voting at the AGM".
- Percentage of votes in favour on votes polled is rounded off to 4 decimals



Kansai Nerolac Paints Ltd									
Resolution Required : (Ordinary)			Resolution No. 3 Appointment of a Director in place of Mr. Shigeki Takahara, Non-Executive Director (holding Director Identification Number 08736626), who retires by rotation and being eligible, offers himself for re-appointment.						
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes.						
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	No. of votes Invalid
		[1]	[2]	$[3]=\{[2]/[1]\}*100$	[4]	[5]	$[6]=\{[4]/[2]\}*100$	$[7]=\{[5]/[2]\}*100$	[8]
Promoter and Promoter Group	E-Voting	404135898	404135898	100.0000	404135898	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		404135898	100.0000	404135898	0	100.0000	0.0000	0
Public Institutions	E-Voting	89763907	70111971	78.1071	64245334	5866637	91.6325	8.3675	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		70111971	78.1071	64245334	5866637	91.6325	8.3675	0
Public Non Institutions	E-Voting	45019915	463341	1.0292	462797	544	99.8826	0.1174	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		463341	1.0292	462797	544	99.8826	0.1174	0
Total		538919720	474711210	88.0857	468844029	5867181	98.7641	1.2359	0

Notes:

- Voting rights of 98,110 shares pertaining to 27 shareholders, forming part of the unclaimed shares suspense account of the Company in terms of Regulation 39 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, remain frozen and they are included under Public-Non Institutions
- E-voting includes "Remote e-voting" and "e-voting at the AGM".
- Percentage of votes in favour on votes polled is rounded off to 4 decimals



Kansai Nerolac Paints Ltd									
Resolution Required : (Ordinary)			Resolution No. 4 Appointment of a Director in place of Mr. Takashi Tomioka, Non-Executive Director (holding Director Identification Number 08736654), who retires by rotation and being eligible, offers himself for re-appointment.						
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes.						
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	No. of votes Invalid
		[1]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$	[8]
Promoter and Promoter Group	E-Voting	404135898	404135898	100.0000	404135898	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		404135898	100.0000	404135898	0	100.0000	0.0000	0
Public Institutions	E-Voting	89763907	70111971	78.1071	64245334	5866637	91.6325	8.3675	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		70111971	78.1071	64245334	5866637	91.6325	8.3675	0
Public Non Institutions	E-Voting	45019915	463224	1.0289	462683	541	99.8832	0.1168	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		463224	1.0289	462683	541	99.8832	0.1168	0
Total		538919720	474711093	88.0857	468843915	5867178	98.7641	1.2359	0

Notes:

1. Voting rights of 98,110 shares pertaining to 27 shareholders, forming part of the unclaimed shares suspense account of the Company in terms of Regulation 39 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, remain frozen and they are included under Public-Non Institutions

2. E-voting includes "Remote e-voting" and "e-voting at the AGM".

3. Percentage of votes in favour on votes polled is rounded off to 4 decimals



Kansai Nerolac Paints Ltd									
Resolution Required : (Ordinary)			Resolution No. 5 Ratification of remuneration of the Cost Auditor, D. C. Dave & Co., Cost Accountants (Firm Registration No. 000611), for the financial year ending 31st March, 2023, as recommended by the Audit Committee and approved by the Board of Directors.						
Whether promoter/ promoter group are interested in the agenda/resolution?			No.						
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	404135898	404135898	100.0000	404135898	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		404135898	100.0000	404135898	0	100.0000	0.0000	0
Public Institutions	E-Voting	89763907	68764386	76.6058	68693073	71313	99.8963	0.1037	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		68764386	76.6058	68693073	71313	99.8963	0.1037	0
Public Non Institutions	E-Voting	45019915	461746	1.0256	461078	668	99.8553	0.1447	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		461746	1.0256	461078	668	99.8553	0.1447	0
Total		538919720	473362030	87.8354	473290049	71981	99.9848	0.0152	0

Notes:

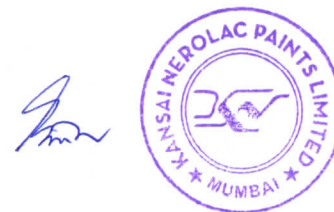
1. Voting rights of 98,110 shares pertaining to 27 shareholders, forming part of the unclaimed shares suspense account of the Company in terms of Regulation 39 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, remain frozen and they are included under Public-Non Institutions
2. E-voting includes "Remote e-voting" and "e-voting at the AGM".
3. Percentage of votes in favour on votes polled is rounded off to 4 decimals



Kansai Nerolac Paints Ltd									
Resolution Required : (Ordinary)			Resolution No. 6 Appointment of Mr. Anuj Jain (holding Director Identification Number 08091524) as the Managing Director for a period of 5 (five) years commencing from 1st April, 2022 and ending on 31st March, 2027 (both days inclusive).						
Whether promoter/ promoter group are interested in the agenda/resolution?			No.						
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	No. of votes Invalid
			[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	404135898	404135898	100.0000	404135898	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		404135898	100.0000	404135898	0	100.0000	0.0000	0
Public Institutions	E-Voting	89763907	70111971	78.1071	59111988	10999983	84.3108	15.6892	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		70111971	78.1071	59111988	10999983	84.3108	15.6892	0
Public Non Institutions	E-Voting	45019915	461843	1.0259	461207	636	99.8623	0.1377	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		461843	1.0259	461207	636	99.8623	0.1377	0
Total		538919720	474709712	88.0854	463709093	11000619	97.6827	2.3173	0

Notes:

1. Voting rights of 98,110 shares pertaining to 27 shareholders, forming part of the unclaimed shares suspense account of the Company in terms of Regulation 39 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, remain frozen and they are included under Public-Non Institutions
2. E-voting includes "Remote e-voting" and "e-voting at the AGM".
3. Percentage of votes in favour on votes polled is rounded off to 4 decimals



Kansai Nerolac Paints Ltd									
Resolution Required : (Special)			Resolution No. 7 Re-appointment of Ms. Sonia Singh, Independent Director (holding Director Identification Number 07108778) as an Independent Director to hold office for a second term of 5 (five) years commencing from 29th July, 2022 and ending on 28th July, 2027 (both days inclusive).						
Whether promoter/ promoter group are interested in the agenda/resolution?			No.						
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	404135898	404135898	100.0000	404135898	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		404135898	100.0000	404135898	0	100.0000	0.0000	0
Public Institutions	E-Voting	89763907	70111971	78.1071	66835888	3276083	95.3274	4.6726	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		70111971	78.1071	66835888	3276083	95.3274	4.6726	0
Public Non Institutions	E-Voting	45019915	461843	1.0259	460987	856	99.8147	0.1853	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		461843	1.0259	460987	856	99.8147	0.1853	0
Total		538919720	474709712	88.0854	471432773	3276939	99.3097	0.6903	0

Notes:

- Voting rights of 98,110 shares pertaining to 27 shareholders, forming part of the unclaimed shares suspense account of the Company in terms of Regulation 39 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, remain frozen and they are included under Public-Non Institutions
- E-voting includes "Remote e-voting" and "e-voting at the AGM".
- Percentage of votes in favour on votes polled is rounded off to 4 decimals



301, Sai-Krupa Co-operative Housing Society,
B-Cabin, Shivaji Nagar, Opp. Anandashram Society,
Sane Guruji Path, Naupada, Thane (W) 400 602.
Contact us at : 022-2544 2434, +91 89764 42434
info@jhrasso.com | jhrnade24@gmail.com



JHR & Associates

Company Secretaries

CONSOLIDATED SCRUTINIZER'S REPORT

Pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014

To,

The Chairman

102nd Annual General Meeting of the Equity shareholders of Kansai Nerolac Paints Limited held on Thursday, 23rd June 2022 through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM').

Dear Sir,

I, J. H. Ranade, Partner of JHR & Associates, Practicing Company Secretaries, Thane, was appointed by the Board of Directors of Kansai Nerolac Paints Limited (CIN: L24202MH1920PLC000825) ('the Company') as the Scrutinizer at the 102nd Annual General Meeting ('AGM') of the Company held on Thursday, 23rd June 2022 to scrutinize the remote e-voting and e-voting at AGM.

My responsibility as the Scrutinizer is restricted to ascertaining the voting processes and to make Scrutinizer's Report of the votes cast 'in favour' or 'against' the resolutions contained in the notice of AGM. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made thereunder relating to voting on the resolutions contained in the notice of the AGM.

The Company had provided the facility of remote e-voting to all the eligible shareholders and the facility of e-voting at AGM to those eligible shareholders who attended the meeting through VC /OAVM and have not voted earlier through remote e-voting.

Further to the above, I submit my report as under:-

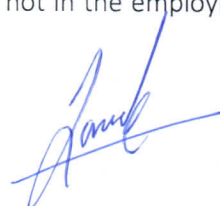
- i. The equity shareholders of the Company as on the "cut-off" date i.e. Thursday 16th June, 2022 were entitled to vote on the resolution nos 1 to 7 as set out in the notice of AGM.



- ii. The remote e-voting period commenced on Monday, 20th June, 2022 at 9.00 a.m. (IST) and ended on Wednesday, 22nd June, 2022 at 5.00 p.m. (IST).
- iii. On Wednesday, 22nd June, 2022 after the end of the remote e-voting period, a limited information report containing information such as folio number, name and number of shares held etc. except votes cast by the members who voted through remote e-voting was generated from the portal of National Securities Depository Limited ('NSDL').
- iv. After the conclusion of the AGM, the facility of e-voting at AGM was enabled for 15 (Fifteen) minutes.
- v. After the closure of e-voting at AGM, the votes cast through e-voting at AGM and through remote e-voting prior to the date of AGM were unblocked in the presence of two witnesses, Mr. Yash Kale and Mr. Sohan Ranade who are not in the employment of the Company and have signed below in the confirmation.



Mr. Yash Kale



Mr. Sohan Ranade

- vi. During the process of scrutiny, I did not find any invalid vote.

Based on the reports provided by NSDL and TSR Consultants Private Limited ('R&T') the result of the voting at AGM is as under:-



ORDINARY BUSINESS:

Item No. 1: Ordinary Resolution

Adoption of audited financial statements (including the consolidated financial statements) of the Company for the year ended 31st March, 2022 and the Reports of the Board of Directors and the Auditors thereon.

Voted in favour of the resolution:

Type of Voting	Number of Members voted	Total number of votes cast by them	% of total number of valid votes cast
Remote E-voting	425	47,47,11,119	99.99999
E-voting at AGM	9	277	100.00000
Total	434	47,47,11,396	99.99999

Voted against the resolution:

Type of Voting	Number of Members voted	Total number of votes cast by them	% of total number of valid votes cast
Remote E-voting	4	66	0.00001
E-voting at AGM	0	0	0.00000
Total	4	66	0.00001

Abstained / Less voted:

Type of voting	Number of Members voted	Total number of votes
Remote E-voting	4	2,08,678
E-voting at AGM	0	0
Total	4	2,08,678

The resolution was passed with requisite majority.



Item No. 2: Ordinary Resolution

Confirmation of interim dividend of Rs. 1.25 (125%) per Equity Share of the nominal value of Re. 1 each already paid and declaration of a final dividend of Re. 1.00 (100%) per Equity Share of the nominal value of Re. 1 each for the year ended 31st March, 2022.

Voted in favour of the resolution:

Type of Voting	Number of Members voted	Total number of votes cast by them	% of total number of valid votes cast
Remote E-voting	424	47,47,11,068	99.99997
E-voting at AGM	9	277	100.00000
Total	433	47,47,11,345	99.99997

Voted against the resolution:

Type of Voting	Number of Members voted	Total number of votes cast by them	% of total number of valid votes cast
Remote E-voting	6	119	0.00003
E-voting at AGM	0	0	0.00000
Total	6	119	0.00003

Abstained / Less voted:

Type of voting	Number of Members voted	Total number of votes
Remote E-voting	3	2,08,676
E-voting at AGM	0	0
Total	3	2,08,676

The resolution was passed with requisite majority.



Item No. 3: Ordinary Resolution

Appointment of a Director in place of Mr. Shigeki Takahara, Non-Executive Director (holding Director Identification Number 08736626), who retires by rotation and being eligible, offers himself for re-appointment.

Voted in favour of the resolution:

Type of Voting	Number of Members voted	Total number of votes cast by them	% of total number of valid votes cast
Remote E-voting	348	46,88,43,752	98.76405
E-voting at AGM	9	277	100.00000
Total	357	46,88,44,029	98.76405

Voted against the resolution:

Type of Voting	Number of Members voted	Total number of votes cast by them	% of total number of valid votes cast
Remote E-voting	79	58,67,181	1.23595
E-voting at AGM	0	0	0.00000
Total	79	58,67,181	1.23595

Abstained / Less voted:

Type of voting	Number of Members voted	Total number of votes
Remote E-voting	6	2,08,930
E-voting at AGM	0	0
Total	6	2,08,930

The resolution was passed with requisite majority.



Item No. 4: Ordinary Resolution

Appointment of a Director in place of Mr. Takashi Tomioka, Non-Executive Director (holding Director Identification Number 08736654), who retires by rotation and being eligible, offers himself for re-appointment.

Voted in favour of the resolution:

Type of Voting	Number of Members voted	Total number of votes cast by them	% of total number of valid votes cast
Remote E-voting	348	46,88,43,638	98.76405
E-voting at AGM	9	277	100.00000
Total	357	46,88,43,915	98.76405

Voted against the resolution:

Type of Voting	Number of Members voted	Total number of votes cast by them	% of total number of valid votes cast
Remote E-voting	78	58,67,178	1.23595
E-voting at AGM	0	0	0.00000
Total	78	58,67,178	1.23595

Abstained / Less voted:

Type of voting	Number of Members voted	Total number of votes
Remote E-voting	7	2,09,047
E-voting at AGM	0	0
Total	7	2,09,047

The resolution was passed with requisite majority.



SPECIAL BUSINESS:

Item No. 5: Ordinary Resolution

Ratification of remuneration of the Cost Auditor, D. C. Dave & Co., Cost Accountants (Firm Registration No. 000611), for the financial year ending 31st March, 2023, as recommended by the Audit Committee and approved by the Board of Directors.

Voted in favour of the resolution:

Type of Voting	Number of Members voted	Total number of votes cast by them	% of total number of valid votes cast
Remote E-voting	413	47,32,89,772	99.98479
E-voting at AGM	9	277	100.00000
Total	422	47,32,90,049	99.98479

Voted against the resolution:

Type of Voting	Number of Members voted	Total number of votes cast by them	% of total number of valid votes cast
Remote E-voting	12	71,981	0.01521
E-voting at AGM	0	0	0.00000
Total	12	71,981	0.01521

Abstained / Less voted:

Type of voting	Number of Members voted	Total number of votes
Remote E-voting	8	15,58,110
E-voting at AGM	0	0
Total	8	15,58,110

The resolution was passed with requisite majority.





Item No. 6: Ordinary Resolution

Appointment of Mr. Anuj Jain (holding Director Identification Number 08091524) as the Managing Director for a period of 5 (five) years commencing from 1st April, 2022 and ending on 31st March, 2027 (both days inclusive).

Voted in favour of the resolution:

Type of Voting	Number of Members voted	Total number of votes cast by them	% of total number of valid votes cast
Remote E-voting	336	46,37,08,816	97.68266
E-voting at AGM	9	277	100.00000
Total	345	46,37,09,093	97.68266

Voted against the resolution:

Type of Voting	Number of Members voted	Total number of votes cast by them	% of total number of valid votes cast
Remote E-voting	92	1,10,00,619	2.31734
E-voting at AGM	0	0	0.00000
Total	92	1,10,00,619	2.31734

Abstained / Less voted:

Type of voting	Number of Members voted	Total number of votes
Remote E-voting	6	2,10,428
E-voting at AGM	0	0
Total	6	2,10,428

The resolution was passed with requisite majority.



Item No. 7: Special Resolution

Re-appointment of Ms. Sonia Singh, Independent Director (holding Director Identification Number 07108778) as an Independent Director to hold office for a second term of 5 (five) years commencing from 29th July, 2022 and ending on 28th July, 2027 (both days inclusive).

Voted in favour of the resolution:

Type of Voting	Number of Members voted	Total number of votes cast by them	% of total number of valid votes cast
Remote E-voting	388	47,14,32,496	99.30970
E-voting at AGM	9	277	100.00000
Total	397	47,14,32,773	99.30970

Voted against the resolution:

Type of Voting	Number of Members voted	Total number of votes cast by them	% of total number of valid votes cast
Remote E-voting	41	32,76,939	0.69030
E-voting at AGM	0	0	0.00000
Total	41	32,76,939	0.69030

Abstained / Less voted:

Type of voting	Number of Members voted	Total number of votes
Remote E-voting	6	2,10,428
E-voting at AGM	0	0
Total	6	2,10,428

The resolution was passed with requisite majority.



301, Sai-Krupa Co-operative Housing Society,
B-Cabin, Shivaji Nagar, Opp. Anandashram Society,
Sane Guruji Path, Naupada, Thane (W) 400 602.
Contact us at : 022-2544 2434, +91 89764 42434
info@jhrasso.com | jhrnade24@gmail.com



JHR & Associates

Company Secretaries

Note:

1. Percentage beyond 5 decimal points ignored under Rounding off.
2. Shareholders voting 'for' and 'against' simultaneously under evoting have been considered separately.

JHR & Associates
Company Secretaries

A handwritten signature in blue ink, appearing to read 'J. H. Ranade'.

J. H. Ranade
Partner
(FCS: 4317, CP:2520)

Date: 23rd June 2022

Place: Thane

UDIN: F004317D000522725

A handwritten signature in blue ink, appearing to read 'G. T. Govindarajan'.

Mr G. T. Govindarajan
Company Secretary
(Authorised by the Chairman of the meeting)

