



RKL/SX/2023-24/74
September 28, 2023

BSE Ltd. Phiroze Jeejeebhoy Towers Dalal Street Mumbai – 400 001 Scrip Code: 532497	National Stock Exchange of India Ltd. Exchange Plaza, 5 th Floor Plot no. C/1, G Block Bandra-Kurla Complex, Bandra (E) Mumbai – 400 051 Symbol: RADICO
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Sub: Disclosure of Voting Results of the 39th Annual General Meeting of the Company held on Thursday, September 28, 2023

Dear Sir / Madam,

The details of voting results in respect of the 39th Annual General Meeting of the Company held on Thursday, September 28, 2023 at 01.00 P.M. at Rampur Distillery, Bareilly Road, Rampur – 244 901, Uttar Pradesh, commenced at 01:00 pm and concluded at 01:45 pm, along with the 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 are enclosed herewith in the format prescribed under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

You are requested to take a note of the same.

Thanking you,

Yours faithfully,
For Radico Khaitan Limited

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

Email Id: investor@radico.co.in

Encl. as above

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: Rampur Distillery, Bareilly Road, Rampur-44901 (UP.)
Phones: 0595-2350601/2, 2351703 Fax: 0595-2350008
E-mail: info@radico.co.in, website: www.radicokhaitan.com
CIN No.- L26941UP1983PLC027278

General information about company

Scrip code	532497
NSE Symbol	RADICO
MSEI Symbol	NA
ISIN	INE944F01028
Name of the company	RADICO KHAITAN LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	28-09-2023
Start time of the meeting	01:00 PM
End time of the meeting	01:45 PM

Scrutinizer Details

Name of the Scrutinizer	Tanuj Vohra
Firms Name	TVA & Co. LLP
Qualification	CS
Membership Number	F5621
Date of Board Meeting in which appointed	03-08-2023
Date of Issuance of Report to the company	28-09-2023

Voting results	
Record date	21-09-2023
Total number of shareholders on record date	117336
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	12
b) Public	51
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	7

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 standalone and consolidated financial statements of the Company together with the reports of the Board of Directors and Auditors thereon for the financial year 2022-23				
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	53829818	53829818	100.0000	53829818	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		53829818	53829818	100.0000	53829818	0	100.0000
Public-Institutions	E-Voting	51894972	38144904	73.5040	38144904	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		51894972	38144904	73.5040	38144904	0	100.0000
Public- Non Institutions	E-Voting	27982813	4258804	15.2194	4256711	2093	99.9509	0.0491
	Poll		511921	1.8294	511921	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		27982813	4770725	17.0488	4768632	2093	99.9561
Total		133707603	96745447	72.3560	96743354	2093	99.9978	0.0022
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 declare dividend on Equity Shares				
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	53829818	53829818	100.0000	53829818	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		53829818	53829818	100.0000	53829818	0	100.0000
Public-Institutions	E-Voting	51894972	38144904	73.5040	38144904	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		51894972	38144904	73.5040	38144904	0	100.0000
Public- Non Institutions	E-Voting	27982813	4258807	15.2194	4256739	2068	99.9514	0.0486
	Poll		511921	1.8294	511921	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		27982813	4770728	17.0488	4768660	2068	99.9567
Total		133707603	96745450	72.3560	96743382	2068	99.9979	0.0021
Whether resolution is Pass or Not.							Yes	

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To re-appoint Mr. Abhishek Khaitan, who retires by rotation as a Director, and being eligible, offers himself for re-appointment				
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	53829818	53417608	99.2342	53417608	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		53829818	53417608	99.2342	53417608	0	100.0000
Public-Institutions	E-Voting	51894972	38144904	73.5040	36816370	1328534	96.5171	3.4829
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		51894972	38144904	73.5040	36816370	1328534	96.5171
Public- Non Institutions	E-Voting	27982813	4258785	15.2193	4256464	2321	99.9455	0.0545
	Poll		511921	1.8294	511921	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		27982813	4770706	17.0487	4768385	2321	99.9513
Total		133707603	96333218	72.0477	95002363	1330855	98.6185	1.3815
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				To re-appoint Ms. Sushmita Singha as an Independent Director for a further term of five years				
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	53829818	53829818	100.0000	53829818	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		53829818	53829818	100.0000	53829818	0	100.0000
Public-Institutions	E-Voting	51894972	38144904	73.5040	38144904	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		51894972	38144904	73.5040	38144904	0	100.0000
Public- Non Institutions	E-Voting	27982813	4258785	15.2193	4251863	6922	99.8375	0.1625
	Poll		511921	1.8294	511921	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		27982813	4770706	17.0487	4763784	6922	99.8549
Total		133707603	96745428	72.3560	96738506	6922	99.9928	0.0072
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				To re-appoint Mr. Tushar Jain as an Independent Director for a further term of five years				
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	53829818	53829818	100.0000	53829818	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		53829818	53829818	100.0000	53829818	0	100.0000
Public-Institutions	E-Voting	51894972	38144904	73.5040	28286909	9857995	74.1565	25.8435
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		51894972	38144904	73.5040	28286909	9857995	74.1565
Public- Non Institutions	E-Voting	27982813	4258785	15.2193	4251861	6924	99.8374	0.1626
	Poll		511921	1.8294	511921	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		27982813	4770706	17.0487	4763782	6924	99.8549
Total		133707603	96745428	72.3560	86880509	9864919	89.8032	10.1968
Whether resolution is Pass or Not.							Yes	

Resolution (6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To re-appoint Mr. Sharad Jaipuria as an Independent Director for a further term of five years				
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	53829818	53829818	100.0000	53829818	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		53829818	53829818	100.0000	53829818	0	100.0000
Public-Institutions	E-Voting	51894972	38144904	73.5040	37457775	687129	98.1986	1.8014
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		51894972	38144904	73.5040	37457775	687129	98.1986
Public- Non Institutions	E-Voting	27982813	4258777	15.2193	4251858	6919	99.8375	0.1625
	Poll		511921	1.8294	511921	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		27982813	4770698	17.0487	4763779	6919	99.8550
Total		133707603	96745420	72.3560	96051372	694048	99.2826	0.7174
Whether resolution is Pass or Not.							Yes	

Resolution (7)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To ratify the remuneration payable to Mr. R.Krishnan, as Cost Auditor of the Company for the financial year 2023-24				
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	53829818	53829818	100.0000	53829818	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		53829818	53829818	100.0000	53829818	0	100.0000
Public-Institutions	E-Voting	51894972	38144904	73.5040	38144904	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		51894972	38144904	73.5040	38144904	0	100.0000
Public- Non Institutions	E-Voting	27982813	4258749	15.2192	4256523	2226	99.9477	0.0523
	Poll		511921	1.8294	511921	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		27982813	4770670	17.0486	4768444	2226	99.9533
Total		133707603	96745392	72.3559	96743166	2226	99.9977	0.0023
Whether resolution is Pass or Not.							Yes	

**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
Rampur Distillery, Bareilly Road, Rampur-244901
Uttar Pradesh**

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 39th Annual General Meeting ("the AGM") of the equity shareholders of the Company held on Thursday, September 28, 2023 at 01:00 P.M. (IST) at Rampur Distillery, Bareilly Road, Rampur-244901, Uttar Pradesh, in a fair and transparent manner in respect to the below mentioned resolutions, submit my report as under:

1. The notice dated August 03, 2023 convening the AGM along with the statement pursuant to 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, 2023 in "Financial 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 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 Sunday, September 24, 2023 at 9:00 A.M. (IST) and ended on Wednesday, September 27, 2023 at 5:00 P.M. (IST).
6. The equity shareholders of the Company holding shares as on Thursday, September 21, 2023 “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 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, Ms. Ira Srivastava 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 Statements of the Company including Report of Board of Directors and Auditors’ Report for the Financial Year 2022-23

Valid Votes

Particulars	Number of Members casted votes			Number of votes casted			(%)
	E-voting	Poll	Total	E-voting	Poll	Total	
Assent	428	49	477	96231433	511921	96743354	99.9978
Dissent	6	0	6	2093	0	2093	0.0022
Total	434	49	483	96233526	511921	96745447	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	6	31119
Total	6	31119

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

(b) Resolution-2: Ordinary Resolution

To Declare Dividend on Equity Shares

Valid Votes

Particulars	Number of Members casted votes			Number of votes casted			%
	E-voting	Poll	Total	E-voting	Poll	Total	
Assent	431	49	480	96231461	511921	96743382	99.9979
Dissent	4	0	4	2068	0	2068	0.0021
Total	435	49	484	96233529	511921	96745450	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	31117
Total	5	31117

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

(c) Resolution-3: Ordinary Resolution

To re-appoint Mr. Abhishek Khaitan, who retires by rotation and being eligible, offers himself for re-appointment

Valid Votes

Particulars	Number of Members casted votes			Number of votes casted			%
	E-voting	Poll	Total	E-voting	Poll	Total	
Assent	407	49	456	94490442	511921	95002363	98.6185
Dissent	28	0	28	1330855	0	1330855	1.3815
Total	435	49	484	95821297	511921	96333218	100.0000

Invalid/Abstained votes

Invalid/Abstained	Total Number of members whose votes were declared invalid/ Abstained	Total number of votes
Invalid	4	412210
Abstained	6	31139
Total	10	443349

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

(d) Resolution-4: Special Resolution

To re-appoint Ms. Sushmita Singha as an Independent Director of the Company, for the further period of 5 years effective from April 01, 2024.

Valid Votes

Particulars	Number of Members casted votes			Number of votes casted			(%)
	E-voting	Poll	Total	E-voting	Poll	Total	
Assent	417	49	466	96226585	511921	96738506	99.9928
Dissent	17	0	17	6922	0	6922	0.0072
Total	434	49	483	96233507	511921	96745428	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	6	31139
Total	6	31139

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

(e) Resolution-5: Special Resolution

To re-appoint Mr. Tushar Jain as an Independent Director of the Company, for the further period of 5 years effective from August 08, 2024.

Valid Votes

Particulars	Number of Members casted votes			Number of votes casted			(%)
	E-voting	Poll	Total	E-voting	Poll	Total	
Assent	336	49	385	86368588	511921	86880509	89.8032
Dissent	99	0	99	9864919	0	9864919	10.1968
Total	435	49	484	96233507	511921	96745428	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	6	31139
Total	6	31139

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

(f) Resolution-6: Special Resolution

To re-appoint Mr. Sharad Jaipuria as an Independent Director of the Company, for the further period of 5 years effective from August 08, 2024.

Valid Votes

Particulars	Number of Members casted votes			Number of votes casted			(%)
	E-voting	Poll	Total	E-voting	Poll	Total	
Assent	403	49	452	95539451	511921	96051372	99.2826
Dissent	33	0	33	694048	0	694048	0.7174
Total	436	49	485	96233499	511921	96745420	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	7	31142
Total	7	31142

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

(g) Resolution-7: Ordinary Resolution

To ratify the remuneration payable to Mr. R. Krishnan, as Cost Auditor of the Company for Financial Year 2023-24

Valid Votes

Particulars	Number of Members casted votes			Number of votes casted			(%)
	E-voting	Poll	Total	E-voting	Poll	Total	
Assent	419	49	468	96231245	511921	96743166	99.9977
Dissent	13	0	13	2226	0	2226	0.0023
Total	432	49	481	96233471	511921	96745392	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	8	31172
Total	8	31172

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

11. 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 Vohra
Partner
M. No.: F5621, CP No. 5253
UDIN: F005621E001113904
PR No- 708/2020

Delhi, September 28, 2023

Countersigned by
For Radico Khaitan Limited

Abhishek Khaitan
Managing Director
DIN: 00772865

Delhi, September 28, 2023

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 Limited in our presence at 01:48 P.M. on September 28, 2023.

Ira Srivastava
Sector 61, Noida,
Uttar Pradesh -201301

Delhi, September 28, 2023

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

Delhi, September 28, 2023