

December 07, 2023

DCS-CRD	Listing Compliance
BSE Limited	National Stock Exchange of India Ltd.
First Floor, New Trade Wing	Exchange Plaza, 5th Floor
Rotunda Building, Phiroze Jeejeebhoy Towers	Plot No.C/1, 'G'Block, Bandra- Kurla Complex
Dalal Street, Fort Mumbai 400 001	Bandra East Mumbai 400 051
Fax No.2272 3121/2037/2039	Fax No.2659 8237/8238
Stock Code: 543213	Stock Code: ROSSARI

Dear Sir/Madam,

Sub: Voting Results of Postal Ballot through remote e-voting

This is further to our letter dated November 06, 2023, enclosing the Postal Ballot Notice dated October 21, 2023 ("the Notice"), for seeking approval of the Members of the Company by way of remote e-voting ("e-voting/remote e-voting") only for passing of the following resolution(s):

Resolution No.	Resolution Type	Resolution
1.	Special Resolution	To approve appointment of Ms. Esha Padmanabhan Achan (DIN: 10350369) as a Non-Executive, Independent Director of the Company for a term of three (3) consecutive years commencing from 21 st October, 2023 upto 20 th October, 2026 (both days inclusive).
2.	Special Resolution	To approve overall borrowing limits under Section 180(1)(c) of the Companies Act, 2013
3.	Special Resolution	To grant approval under Section 180(1)(a) of the Companies Act, 2013 inter alia for creation of mortgage or charge on the assets, properties or undertaking(s) of the Company.
4.	Ordinary Resolution	To approve Material Related Party Transaction(s) with Unitop Chemicals Private Limited.

The remote e-voting process concluded on December 06, 2023, at 5:00 P.M. (IST), post which the Scrutinizer has submitted his report on the results of the Postal Ballot. Based on the report of the Scrutinizer, we would like to inform that all the resolutions as set out in the Notice has been passed by the Members with requisite majority.



ROSSARI BIOTECH LIMITED

(An ISO 9001:2015 & 14001:2015 Certified Company), CIN: L24100MH2009PLC194818

Regd. Office : 201 A - B, 2nd Floor, Akruti Corporate Park, L.B.S Marg, Next to GE Gardens, Kanjurmarg (W) Mumbai - 400078, India. T: +91-22-6123 3800 F: +91-22-2579 6982 Factory: Plot No. 10 & 11, Survey No. 90/1/10/ & 90/1/11/1, Khumbharwadi, Village Naroli, Silvassa - 396235, Dadra & Nagar Haveli (U.T.), India. T: 0260-669 3000

: Plot No. D3/24/3, Opposite ATC Tyre Phase III, G.I.D.C Dahej, Village Galanda, Taluka Vagra, Bharuch-Gujarat - 392130, India. T: +91 2641-3505 03



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Accordingly, we have enclosed herewith following:

- Voting Results of the said Postal Ballot activity through remote e-voting, in relation to the aforesaid business, as required under Regulation 44 of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015.
- Consolidated Scrutinizer's Report dated December 07, 2023 on Remote e-voting pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014.

The aforementioned voting results and consolidated Scrutinizer's Report are also uploaded on the Company's website at www.rossari.com and on the website of Registrar and Transfer Agent i.e. Link Intime India Private Limited at https://instavote.linkintime.co.in.

The same may please be taken on record and suitably disseminated to all concerned.

Thanking You,

Yours Sincerely, For Rossari Biotech Limited





Parul Gupta

Company Secretary & Compliance Officer

Membership No.: A38895

Encl.: as above

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VOTING RESULTS OF POSTAL BALLOT ACTIVITY THROUGH REMOTE E-VOTING

Name of Company	Rossari Biotech Limited
Date of the AGM/EGM	Not applicable
	(E-voting Period commenced from Tuesday, November 07, 2023 at 09:00 A.M. IST and ended on Wednesday, December 06, 2023 at 05.00 P.M. IST)
	(Resolutions were passed through Postal Ballot on December 06, 2023)
Total number of Members on record date	96,098 (cut-off date)
No. of shareholders present in the meeting either in	Not applicable
person or through proxy:	(Resolutions passed through Postal Ballot)
Promoter and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through	Not applicable
Video Conferencing:	(Resolutions passed through Postal Ballot)
Promoter and Promoter Group:	
Public:	



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: Plot No. D3/24/3, Opposite ATC Tyre Phase III, G.I.D.C Dahej, Village Galanda, Taluka Vagra, Bharuch-Gujarat - 392130, India. T: +91 2641-3505 03



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				ossari Biotech Limited					
Resolution Required : (Spec	cial)			e appointment of N			`		
				dependent Director	-	•	* *	•	
W/la atla an muana at an/ muana at		at a d : th. a	No	from 21st October,	, 2023 upto 20	th October, 2	026 (both days inc	siusive).	
Whether promoter/ promote agenda/resolution?	er group are intere	sted in the	INO						
8	T 1.0		N	0/ 077 /	NI 0	N T 0	0/ 077 /	0/ 077 /	
Category	Mode of	No. of shares		% of Votes	No. of	No. of	% of Votes in	% of Votes	
	Voting	held	votes	Polled on	Votes – in	Votes	favour on	against on	
			polled	outstanding	favour	-Against	votes polled	votes polled	
				shares					
		[1]	[2]	[3]={[2]/[1]}*1	[4]	[5]	[6]={[4]/[2]}*1	[7]={[5]/[2]}*1	
				00			00	00	
Promoter and Promoter	E-Voting	37745500	37745500	100.0000	37745500	0	100.0000	0.0000	
Group	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		37745500	100.0000	37745500	0	100.0000	0.0000	
Public Institutions	E-Voting	12897623	10138340	78.6063	10138340	0	100.0000	0.0000	
	Poll]	0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total]	10138340	78.6063	10138340	0	100.0000	0.0000	
Public Non Institutions	E-Voting	4584163	49663	1.0834	49394	269	99.4583	0.5417	
	Poll]	0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		49663	1.0834	49394	269	99.4583	0.5417	
Total		55227286	47933503	86.7932	47933234	269	99.9994	0.0006	



]	Rossari]	Biotech Lim	ited				
Resolution Required : (Spe	cial)		2 - To approv	e overall borrowing	limits under Sec	ction 180(1)(c	e) of the Companies	Act, 2013	
Whether promoter/ promote agenda/resolution?	er group are intere	sted in the	No	No					
Category	Voting held votes Polled on – in favour Vote		oting held votes Polled on outstanding - in favour Vo		No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled		
		[1]	[2]	[3]={[2]/[1]}*10 0	[4]	[5]	[6]={[4]/[2]}*10 0	[7]={[5]/[2]}*10 0	
Promoter and Promoter	E-Voting	37745500	37745500	100.0000	37745500	0	100.0000	0.0000	
Group	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		37745500	100.0000	37745500	0	100.0000	0.0000	
Public Institutions	E-Voting	12897623	10138340	78.6063	10138340	0	100.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		10138340	78.6063	10138340	0	100.0000	0.0000	
Public Non Institutions	E-Voting	4584163	49663	1.0834	49491	172	99.6537	0.3463	
	Poll]	0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot]	0	0.0000	0	0	0.0000	0.0000	
	Total		49663	1.0834	49491	172	99.6537	0.3463	
Total		55227286	47933503	86.7932	47933331	172	99.9996	0.0004	



	Rossari Biotech Limited							
Resolution Required : (Special)			3 - To grant approval under Section 180(1)(a) of the Companies Act, 2013 inter alia for creation of mortgage or charge on the assets, properties or undertaking(s) of the Company.					
Whether promoter/ promot agenda/resolution?	er group are intere	ested in the	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
		[1]	[2]	[3]={[2]/[1]}*1 00	[4]	[5]	[6]={[4]/[2]}*10 0	[7]={[5]/[2]}*10 0
Promoter and Promoter	E-Voting	37745500	37745500	100.0000	37745500	0	100.0000	0.0000
Group	Poll	1	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	7	0	0.0000	0	0	0.0000	0.0000
	Total]	37745500	100.0000	37745500	0	100.0000	0.0000
Public Institutions	E-Voting	12897623	10138340	78.6063	10138340	0	100.0000	0.0000
	Poll	7	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10138340	78.6063	10138340	0	100.0000	0.0000
Public Non Institutions	E-Voting	4584163	49663	1.0834	49456	207	99.5832	0.4168
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		49663	1.0834	49456	207	99.5832	0.4168
Total		55227286	47933503	86.7932	47933296	207	99.9996	0.0004



		R	Rossari B	iotech Limi	ted			
Resolution Required : (Ord	inary)		4 - To approv	e Material Related l	Party Transacti	ion(s) with U	nitop Chemicals Pr	ivate Limited.
Whether promoter/ promoted agenda/resolution?	er group are interes	ted in the	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
		[1]	[2]	[3]={[2]/[1]}*10 0	[4]	[5]	[6]={[4]/[2]}*10 0	[7]={[5]/[2]}*10 0
Promoter and Promoter	E-Voting	37745500	0	0.0000	0	0	0.0000	0.0000
Group	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	12897623	10138340	78.6063	10138340	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10138340	78.6063	10138340	0	100.0000	0.0000
Public Non Institutions	E-Voting	4584163	49648	1.0830	49492	156	99.6858	0.3142
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		49648	1.0830	49492	156	99.6858	0.3142
	Total	55227286	10187988	18.4474	10187832	156	99.9985	0.0015

^{*}Votes casted by Promoter and Promoter Group has not been considered for this resolution.





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REPORT OF SCRUTINIZER

(Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 as amended)

To,
The Chairman

ROSSARI BIOTECH LIMITED

201 A - B, 2nd Floor, Akruti Corporate Park,
L.B.S Marg, Next to GE Gardens,
Kanjurmarg (W), Mumbai - 400078

Dear Sir,

I, Sanjay R. Dholakia, Proprietor of Sanjay Dholakia & Associates, Company Secretaries, pursuant to the resolution passed by the Board of Directors of Rossari Biotech Limited ("the Company") on 21st October, 2023 have been appointed as the Scrutinizer for the purpose of scrutinizing the Postal Ballot process including voting through electronic means ("e-voting I Remote e-voting") in a fair and transparent manner pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 ("the Act"), read with Rules 20 and 22 of the Companies (Management and Administration) Rules 2014 ("Rules"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations"), and other applicable laws and regulations, if any, and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs ("MCA") for conducting postal ballot process through e-voting vide General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 22/2020 dated 15th June, 2020, 33/2020 dated 28th September, 2020, 39/2020 dated 31st December, 2020, 10/2021 dated 23rd June, 2021, 20/2021 dated 08th December, 2021, 3/2022 dated 05th May, 2022, 11/2022 dated 28th December, 2022 and 09/2023 dated 25th September, 2023 (hereinafter referred to as "MCA Circulars") and read with the Securities and Exchange Board India ("SEBI") Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020, Circular 15th no.SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January, 2021, Circular 13th No.SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated Circular No. May, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 05th dated January, 2023 SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7th October, 2023 (hereinafter referred as "SEBI Circulars"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India, and any other applicable law, rules and regulations, (including any statutory modification(s), amendment(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force), in respect of the Resolutions as set out in the Postal ballot Notice dated 21st October, 2023 ("Postal Ballot Notice") seeking approval of the shareholders for below mentioned Agenda:

- 1. To approve appointment of Ms. Esha Padmanabhan Achan (DIN: 10350369), as a Non-Executive, Independent Director of the Company.
- 2. To approve overall borrowing limits under Section 180(1)(c) of the Companies Act, 2013.



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- 3. To grant approval under Section 180(1)(a) of the Companies Act, 2013 inter alia for creation of mortgage or charge on the assets, properties or undertaking(s) of the Company.
- 4. To approve material Related Party Transaction(s) with Unitop Chemicals Private Limited.

Responsibility of the Management

The management of the Company is responsible to ensure compliance with the requirements of the Act and the Rules made thereunder in relation to exercising of voting rights through Postal Ballot and electronic means on the Resolution, as set out in the Postal Ballot Notice.

Responsibility as a Scrutinizer

My responsibility, as a Scrutinizer for the Postal Ballot through Remote E-voting process, is restricted to the preparation of the Scrutinizer's Report on the votes casted "in favour" or "against" the Resolution, as set out in Item No.1 to 4 of the Postal Ballot Notice, based on the reports generated from the e-voting system provided by the Link Intime India Private Limited ("LIIPL"), the Authorized Agency engaged by the Company for providing remote e-voting facilities.

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

- The Postal Ballot Notice with necessary statement setting out the material facts under Section 102 of the Act were sent through electronic mail to those members whose names appeared in the Register of Members/ List of Beneficiaries as on 03rd November, 2023 ("cut-off date") and who had registered their email ID with the Company / RTA / Depositories in compliance with the MCA Circulars. The Company has also placed the notice of the Postal Ballot on the website of the Company.
- The Members of the Company holding shares as on the cut-off date were entitled to vote on the proposed resolution as set out in Item No. 1 to 4 of the Postal Ballot Notice.
- The remote e-voting period remained open from Tuesday, 07th November, 2023, 9:00 A.M. to Wednesday, 06th December 2023, 5:00 P.M. During the said period, the Members of the Company, holding shares as on the cut-off date were entitled to vote on the resolution set out in the Postal Ballot Notice through remote e-voting.
- The e-voting module of LIIPL was disabled on Wednesday, 06th December 2023 at 5:00 P.M. and I, as the Scrutinizer, unblocked the votes casted, on 06th December 2023 at 5:26 P.M. in the presence two witnesses who are not in employment of the Company.
- I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the e-voting system of LIIPL and have maintained a register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014, as amended.



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- Details of E-voting are as under:
 - 1. To approve appointment of Ms. Esha Padmanabhan Achan (DIN: 10350369), as a Non-Executive, Independent Director of the Company.

Passed as a **Special Resolution** as follows:

a) Details of Votes in favour and against the resolution

		Remote E voting	Percentage (%)
A.	Votes in favour of Resolution		
	Promoters & Promoter Group	37745500	78.75%
	Public Shareholders	10187734	21.25%
	Total (A)	47933234	100.00%
B.	Votes against the resolution		
	Promoters & Promoter Group		0.00
	Public Shareholders	269	0.00
	Total (B)	269	0.00
	Grand Total (A+B)	47933503	100.00%

	Invalid	l Votes	Abstained from Voting		
	No. of	No. of votes	No. of	No. of votes	
	Members	casted	Members	casted	
Promoters & Promoter Group					
Public Shareholders			1	6	
Total			1	6	



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2. To approve overall borrowing limits under Section 180(1)(c) of the Companies Act, 2013.

Passed as a Special Resolution as follows:

a) Details of Votes in favour and against the resolution

		Remote E voting	Percentage (%)
A.	Votes in favour of Resolution		
	Promoters & Promoter Group	37745500	78.75%
	Public Shareholders	10187831	21.25%
	Total (A)	47933331	100.00%
B.	Votes against the resolution		
	Promoters & Promoter Group		
	Public Shareholders	172	0.00
	Total (B)	172	0.00
	Grand Total (A+B)	47933503	100.00%

	Invalid	l Votes	Abstained from Voting		
	No. of	No. of votes	No. of	No. of votes	
	Members	casted	Members	casted	
Promoters & Promoter Group					
Public Shareholders			1	6	
Total			1	6	



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3. To grant approval under Section 180(1)(a) of the Companies Act, 2013 inter alia for creation of mortgage or charge on the assets, properties or undertaking(s) of the Company.

Passed as a Special Resolution as follows:

a) Details of Votes in favour and against the resolution

		Remote E voting	Percentage (%)
A.	Votes in favour of Resolution		
	Promoters & Promoter Group	37745500	78.75%
	Public Shareholders	10187796	21.25%
	Total (A)	47933296	100.00%
B.	Votes against the resolution		
	Promoters & Promoter Group		
	Public Shareholders	207	0.00
	Total (B)	207	0.00
	Grand Total (A+B)	47933503	100.00%

	Invalid Votes		Abstained from Voting	
	No. of	No. of votes	No. of	No. of votes
	Members	casted	Members	casted
Promoters & Promoter Group				
Public Shareholders			1	6
Total			1	6



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4. To approve material Related Party Transaction(s) with Unitop Chemicals Private Limited.

Passed as an Ordinary Resolution as follows:

a) Details of Votes in favour and against the resolution

		Remote E voting	Percentage (%)			
C.	Votes in favour of Resolution					
	*Promoters & Promoter Group					
	Public Shareholders	10187832	100.00%			
	Total (A)	10187832	100.00%			
D.	Votes against the resolution					
	Promoters & Promoter Group					
	Public Shareholders	156	0.00			
	Total (B)	156	0.00			
	Grand Total (A+B)	10187988	100.00%			

^{*}Votes casted by Promoter and Promoter Group has not been considered for this resolution.

	Invalid Votes		Abstained from Voting	
	No. of	No. of votes	No. of	No. of votes
	Members	casted	Members	casted
Promoters & Promoter Group				
Public Shareholders			2	21
Total			2	21



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- Based on the aforesaid result, I report that the Ordinary/ Special Resolution as set out in Item
 No. 1 to 4 of the Postal Ballot Notice have been passed by the members through remote Evoting with requisite majority under the provisions of the Act.
- The electronic data and all other relevant records relating to remote e-voting are handed over to Ms. Parul Gupta, Company Secretary and Compliance Officer, for safe custody.

You may kindly consider the aforesaid position of the votes cast by the Members, through remote e-voting and declare the result accordingly.

Thanking you.

For SANJAY DHOLAKIA & ASSOCIATES

Sanjay
Rasiklal
Dholakia
Dholakia

Sanjay R Dholakia

Practicing Company Secretary

Proprietor

Membership No.: 2655

CP No.:1798

Peer Reviewed Firm No. 2036/2022

Place: Mumbai

Date: 07th December, 2023

UDIN: F002655E002862919