

**August 5, 2023**

To,  
Listing/Compliance Department  
**BSE LTD.**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400 001.

**BSE CODE : 524208**

To,  
Listing/Compliance Department  
**National Stock Exchange of  
India Limited**  
“Exchange Plaza”, Plot No. C/1,  
G Block Bandra-Kurla Complex,  
Bandra (E), Mumbai – 400 051.  
**NSE Symbol : AARTIIND**

Dear Sir/Madam,

**Sub.: Scrutinizer's Report and Voting Results**  
**Ref.: Regulation 44 of the SEBI (LODR)**  
**Regulations, 2015**

---

With reference to the 40<sup>th</sup> Annual General Meeting (“AGM”) of the Company which was held on Friday, **August 4, 2023** at **11:00 a.m. IST** through Video Conference / Other Audio Visual Means for the matters as stated in the Notice sent to the Shareholders.

The Shareholders were provided a facility of voting on the resolutions through remote E-voting and E-voting at the AGM.

In this connection, please find enclosed, the following disclosures pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and the Companies Act, 2013 (“The Act”):

1. Report of Scrutinizer dated August 4, 2023 pursuant to Section 108 of the Act read with the Companies (Management and Administration) Rules, 2014 – Enclosed as **Annexure-1**;
2. Voting Results pursuant to Regulation 44 of Listing Regulations – Enclosed as **Annexure-2**.

Kindly take the same on record.

Thanking You,

Yours faithfully,  
**FOR AARTI INDUSTRIES LIMITED**

**RAJ SARRAF**  
**COMPANY SECRETARY**  
ICSI M. NO. A15526  
Encl.: as above.

## CONSOLIDATED SCRUTINIZER'S REPORT

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

August 4, 2023

To:

Shri. Rajendra V. Gogri, Chairman of  
40<sup>th</sup> Annual General Meeting (AGM) of Equity Shareholders of **Aarti Industries Limited** held on Friday, August 4, 2023, at 11:00 a.m. through Video Conferencing (VC) or Other Audio Visual Means (OAVM).

Dear Sir,

1. I, CS Sunil M. Dedhia of Sunil M. Dedhia & Co., Practising Company Secretaries, having office at 101, Kulkarni Heights, K. W. Chitale Marg, Opp. Vartak Hall, Behind Portugese Church, Dadar(W), Mumbai - 400028, was appointed as a Scrutinizer, inter alia, for the purpose of scrutinizing e-voting process (**remote e-voting**) and electronic voting (**e-voting**) during the AGM carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended (Rules) on the resolutions contained in the notice dated June 28, 2023 (**Notice**) issued in accordance with General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020 and subsequent circulars issued in this regard, the latest being 10/2022 dated December 28, 2022 respectively, issued by Ministry of Corporate Affairs (**MCA**) (hereinafter referred to as "MCA Circulars"), Government of India, calling the 40<sup>th</sup> Annual General Meeting (**AGM**) of **Aarti Industries Limited (Company)** through VC / OAVM. The AGM was held on Friday, August 4, 2023, at 11:00 a.m. through VC / OAVM during the AGM.
2. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 (**the Act**) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended (**the Rules**). As the Scrutinizer, I have to scrutinize:
  - (i) process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("**remote e-voting**"); and
  - (ii) process of e-voting at the AGM through electronic voting system ("**e-voting**").
3. The e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronics means (e-voting) was provided by National Securities Depository Limited (NSDL).

*Sunil Dedhia*

1





4. The management of the Company is responsible to ensure the compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the AGM of the Company. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.
5. My responsibility as a scrutinizer for e-voting process (i.e. remote e-voting and e-voting) is restricted to making a Consolidated Scrutinizer's report of the votes cast "in favour" or "against" the resolutions contained in Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the authorized agency to provide e-voting facilities, engaged by the Company.
6. The shareholders holding shares as on the "cut off" date i.e. Friday, July 28, 2023 were entitled to vote on the proposed resolutions for Item Nos. 1 to 16 as set out in the Notice of the 40<sup>th</sup> AGM of Aarti Industries Limited.
7. **E-voting process:-**
  - a. The remote e-voting period remained open from Tuesday, August 1, 2023 (9.00 a.m.) to Thursday, August 3, 2023 (5.00 p.m.).
  - b. After the time fixed for closing of the e-voting at the AGM, the electronic system recording the e-voting (e-votes) was locked by NSDL.
  - c. As per the information given by the Company the names of the shareholders who had voted by remote e-voting through the facility provided by NSDL had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system at the AGM.
  - d. The e-votes cast were unblocked on August 4, 2023 after conclusion of the AGM in the presence of two witnesses, Mrs. Priti Sunil Dedhia and Ms. Kinnari Vijay Dedhia, who are not in the employment of the Company.
  - e. Thereafter, the details containing inter alia, list of Equity Shareholders, who voted "for" or "against" each of the resolutions that was put to vote, were generated from the e-voting website of NSDL(www.evoting.nsdl.com) and based on such reports generated and relied upon by me, data regarding the e-voting was scrutinized.
8. I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and e-voting at the AGM, based on the reports generated by NSDL, scrutinized and relied upon by me as under:

*Sunil Dedhia*



**Resolution 1:** Ordinary resolution for adoption of Financial Statements (including consolidated Financial Statements) of the Company for the Financial Year ended 31<sup>st</sup> March, 2023 including the reports of the Board of Directors' and Auditors' thereon.

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
827	276311020	99.9997

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
9	732	0.0003

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

**Resolution 2:** Ordinary resolution to declare the final dividend @ 30% i.e. Rs.1.50/- (Rupee One and Fifty Paise only) per Equity share for the financial year ended March 31, 2023.

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
816	276509756	99.9992

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
15	2231	0.0008

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

*Sunil Dedhia*





**Resolution 3:** Ordinary resolution to appoint Shri Ajay Kumar Gupta (DIN: 08619902) as an Additional Director in the category of Executive Director of the Company with effect from June 29, 2023 and who holds office up to the date of this AGM of the Company, liable to retire by rotation, in place of Shri Kirit R Mehta (DIN: 00051703), who retires by rotation in this AGM and has not offered himself for reappointment as a Director of the Company.

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
710	262010282	94.776

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
116	14441886	5.224

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

**Resolution 4:** Ordinary resolution to not to fill vacancy caused by the retirement of Shri Narendra J Salvi (DIN: 00299202), Non-Executive Director as he has not offered himself for re-appointment as a Director of the Company.

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
794	276474480	99.9869

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
27	36114	0.0131

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

**Resolution 5:** Special resolution for appointment of Prof. Aniruddha Pandit (DIN: 02471158) as an Independent Director of the Company.

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
791	276474797	99.9867

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
32	36901	0.0133

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

**Resolution 6:** Special resolution for appointment of Shri Shekhar Khanolkar (DIN: 02202839) as an Independent Director of the Company.

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
793	276474931	99.9867

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
29	36747	0.0133

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

*Sunil Dedhia*





**Resolution 7:** Ordinary resolution for appointment of Shri Ajay Kumar Gupta (DIN: 08619902) as an Executive Director of the Company.

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
688	258394806	93.4482

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
136	18116472	6.5518

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

**Resolution 8:** Special resolution to approve revision in terms and conditions of appointment of Chairman and Managing Director, Shri Rajendra Vallabhaji Gogri (DIN:00061003).

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
720	180417701	86.1905

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
62	28906610	13.8095

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil



**Resolution 9:** Special resolution to approve revision in terms and conditions of appointment of Vice-Chairman and Managing Director, Shri Rashesh Chandrakant Gogri (DIN:00066291).

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
730	180314296	85.9255

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
64	29535173	14.0745

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

**Resolution 10:** Special resolution to approve revision in terms and conditions of appointment of Executive Director, Shri Parimal Hasmukhlal Desai (DIN:00009272).

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
751	242320996	89.2969

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
64	29044398	10.7031

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

*Sunil Dedhia*





**Resolution 11:** Ordinary resolution to approve revision in terms and conditions of appointment of Executive Director, Shri Manoj Mulji Chheda (DIN:00022699)

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
768	271463157	99.4509

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
48	1498860	0.5491

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

**Resolution 12:** Special resolution to approve revision in terms and conditions of appointment of Executive Director, Shri Renil Rajendra Gogri (DIN:01582147)

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
724	190936327	86.7969

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
66	29044290	13.2031

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

*Sunil Dedhia*



**Resolution 13:** Special resolution to approve revision in terms and conditions of appointment of Executive Director, Shri Kirit Ratilal Mehta (DIN: 00051703), for a period from April 1, 2023 till the date of this meeting.

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
771	274650547	99.3482

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
49	1801840	0.6518

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

**Resolution 14:** Special resolution to approve Commission payable to Non-Executive Directors.

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
594	157043010	72.5793

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
206	59331287	27.4207

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

*Sunil Dedhia*

9





**Resolution 15:** Ordinary resolution ratify the remuneration of the Cost Auditors for the Financial Year 2023-24.

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
803	276505994	99.9979

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
19	5747	0.0021

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

**Resolution 16:** Ordinary resolution to approve re-classification from 'Promoter / Promoter Group' Category to 'Public' Category of the Company.

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
782	242070302	90.2357

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
33	26194127	9.7643

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

9. All electronic data and relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of the 40th Annual General Meeting, and the same shall be handed over thereafter to the Company Secretary for safe keeping.

*Sunil Dedhia*



10. Aforesaid resolutions except resolution at Item No. 14 proposed to be passed as a special resolution for approval of Commission payable to Non-Executive Directors as contained in the Notice are passed with requisite majority by the Members of the Company as an ordinary or special resolutions, as the case may be, as specified under the Companies Act, 2013. You may accordingly declare the results of the voting by e-voting.

Thanking you,

Yours faithfully,

*Sunil Dedhia*

CS Sunil M. Dedhia  
Proprietor, Sunil M. Dedhia & Co.  
Practising Company Secretary  
FCS No: 3483 C.P. No. 2031  
Peer Review Certificate No. 867/2020  
UDIN: F003483E000743827  
Mumbai, Dated August 4, 2023





**Outcome of Voting Results as required under Regulation 44(3) of the  
SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015**

Date of the Annual General Meeting (AGM)	:	<b>August 4, 2023</b>
Total number of shareholders on record date	:	<b>4,39,103 Shareholders as on July 28, 2023</b>
<b>No. of shareholders present in the meeting either in person or through proxy</b>		
Promoters and Promoter Group	:	<b>Nil</b>
Public	:	<b>Nil</b>
<b>No. of Shareholders attended the meeting through Video Conferencing</b>		
Promoters and Promoter Group	:	<b>79</b>
Public	:	<b>128</b>

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 for the financial year ended March 31, 2023 together with the Reports of the Board of Directors and the Auditors thereon				
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	157945351	157945351	100.0000	157945351	0	100.0000	0.0000
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	<b>Total</b>		157945351	157945351	100.0000	157945351	0	100.0000
Public-Institutions	E-Voting	95572070	91666964	95.9140	91666964	0	100.0000	0.0000
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	<b>Total</b>		95572070	91666964	95.9140	91666964	0	100.0000
Public- Non Institutions	E-Voting	108986614	26699437	24.4979	26698705	732	99.9973	0.0027
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	<b>Total</b>		108986614	26699437	24.4979	26698705	732	99.9973
<b>Total</b>		362504035	276311752	76.2231	276311020	732	99.9997	0.0003

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare the final dividend @ 30% i.e. Rs.1.50/- (Rupee One and Fifty Paise only) per Equity share for the financial year ended March 31, 2023				
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	157945351	157945351	100.0000	157945351	0	100.0000	0.0000
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		157945351	157945351	100.0000	157945351	0	100.0000
Public-Institutions	E-Voting	95572070	91868542	96.1249	91867672	870	99.9991	0.0009
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		95572070	91868542	96.1249	91867672	870	99.9991
Public-Non Institutions	E-Voting	108986614	26698094	24.4967	26696733	1361	99.9949	0.0051
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		108986614	26698094	24.4967	26696733	1361	99.9949
<b>Total</b>		362504035	276511987	76.2783	276509756	2231	99.9992	0.0008



Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Shri Ajay Kumar Gupta (DIN: 08619902) as an Additional Director in the category of Executive Director of the Company with effect from June 29, 2023 and who holds office up to the date of the AGM of the Company, liable to retire by rotation, in place of Shri Kirit R Mehta (DIN: 00051703), who retires by rotation in the AGM and has not offered himself for reappointment as a Director of the Company				
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	157945351	157945351	100.0000	157945351	0	100.0000	0.0000
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>	<b>157945351</b>	<b>157945351</b>	<b>100.0000</b>	<b>157945351</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	E-Voting	95572070	91868542	96.1249	77435340	14433202	84.2893	15.7107
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>	<b>95572070</b>	<b>91868542</b>	<b>96.1249</b>	<b>77435340</b>	<b>14433202</b>	<b>84.2893</b>	<b>15.7107</b>
Public-Non Institutions	E-Voting	108986614	26638275	24.4418	26629591	8684	99.9674	0.0326
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>	<b>108986614</b>	<b>26638275</b>	<b>24.4418</b>	<b>26629591</b>	<b>8684</b>	<b>99.9674</b>	<b>0.0326</b>
<b>Total</b>		<b>362504035</b>	<b>276452168</b>	<b>76.2618</b>	<b>262010282</b>	<b>14441886</b>	<b>94.7760</b>	<b>5.2240</b>

Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To not fill vacancy caused by the retirement of Shri Narendra J Salvi (DIN: 00299202), Non-Executive Director as he has not offered himself for re-appointment as a Director of the Company				
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	157945351	157945351	100.0000	157945351	0	100.0000	0.0000
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		157945351	157945351	100.0000	157945351	0	100.0000
Public-Institutions	E-Voting	95572070	91868542	96.1249	91840069	28473	99.9690	0.0310
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		95572070	91868542	96.1249	91840069	28473	99.9690
Public-Non Institutions	E-Voting	108986614	26696701	24.4954	26689060	7641	99.9714	0.0286
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		108986614	26696701	24.4954	26689060	7641	99.9714
<b>Total</b>		362504035	276510594	76.2779	276474480	36114	99.9869	0.0131



Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve appointment of Prof. Aniruddha Pandit (DIN: 02471158) as an Independent Director of the Company				
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	157945351	157945351	100.0000	157945351	0	100.0000	0.0000
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		157945351	157945351	100.0000	157945351	0	100.0000
Public-Institutions	E-Voting	95572070	91868542	96.1249	91840069	28473	99.9690	0.0310
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		95572070	91868542	96.1249	91840069	28473	99.9690
Public-Non Institutions	E-Voting	108986614	26697805	24.4964	26689377	8428	99.9684	0.0316
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		108986614	26697805	24.4964	26689377	8428	99.9684
<b>Total</b>		362504035	276511698	76.2782	276474797	36901	99.9867	0.0133

Resolution (6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve appointment of Shri Shekhar Khanolkar (DIN: 02202839) as an Independent Director of the Company				
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	157945351	157945351	100.0000	157945351	0	100.0000	0.0000
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		157945351	157945351	100.0000	157945351	0	100.0000
Public-Institutions	E-Voting	95572070	91868542	96.1249	91840069	28473	99.9690	0.0310
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		95572070	91868542	96.1249	91840069	28473	99.9690
Public-Non Institutions	E-Voting	108986614	26697785	24.4964	26689511	8274	99.9690	0.0310
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		108986614	26697785	24.4964	26689511	8274	99.9690
<b>Total</b>		362504035	276511678	76.2782	276474931	36747	99.9867	0.0133



Resolution (7)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve appointment of Shri Ajay Kumar Gupta (DIN: 08619902) as an Executive Director of the Company				
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	157945351	157945351	100.0000	157945351	0	100.0000	0.0000
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		157945351	157945351	100.0000	157945351	0	100.0000
Public-Institutions	E-Voting	95572070	91868542	96.1249	73760594	18107948	80.2893	19.7107
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		95572070	91868542	96.1249	73760594	18107948	80.2893
Public-Non Institutions	E-Voting	108986614	26697385	24.4960	26688861	8524	99.9681	0.0319
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		108986614	26697385	24.4960	26688861	8524	99.9681
<b>Total</b>		362504035	276511278	76.2781	258394806	18116472	93.4482	6.5518

Resolution (8)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve revision in terms & conditions of appointment of Chairman & Managing Director, Shri Rajendra Vallabhaji Gogri (DIN:00061003)				
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	157945351	90761043	57.4636	90761043	0	100.0000	0.0000
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>157945351</b>	<b>90761043</b>	<b>57.4636</b>	<b>90761043</b>	<b>0</b>	<b>100.0000</b>
Public-Institutions	E-Voting	95572070	91865454	96.1217	62967000	28898454	68.5426	31.4574
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>95572070</b>	<b>91865454</b>	<b>96.1217</b>	<b>62967000</b>	<b>28898454</b>	<b>68.5426</b>
Public-Non Institutions	E-Voting	108986614	26697814	24.4964	26689658	8156	99.9695	0.0305
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>108986614</b>	<b>26697814</b>	<b>24.4964</b>	<b>26689658</b>	<b>8156</b>	<b>99.9695</b>
<b>Total</b>		<b>362504035</b>	<b>209324311</b>	<b>57.7440</b>	<b>180417701</b>	<b>28906610</b>	<b>86.1905</b>	<b>13.8095</b>

Resolution (9)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve revision in terms and conditions of appointment of Vice-Chairman and Managing Director, Shri Rashesh Chandrakant Gogri (DIN:00066291)				
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	157945351	91286551	57.7963	91286551	0	100.0000	0.0000
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>157945351</b>	<b>91286551</b>	<b>57.7963</b>	<b>91286551</b>	<b>0</b>	<b>100.0000</b>
Public-Institutions	E-Voting	95572070	91865454	96.1217	62338668	29526786	67.8587	32.1413
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>95572070</b>	<b>91865454</b>	<b>96.1217</b>	<b>62338668</b>	<b>29526786</b>	<b>67.8587</b>
Public-Non Institutions	E-Voting	108986614	26697464	24.4961	26689077	8387	99.9686	0.0314
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>108986614</b>	<b>26697464</b>	<b>24.4961</b>	<b>26689077</b>	<b>8387</b>	<b>99.9686</b>
<b>Total</b>		<b>362504035</b>	<b>209849469</b>	<b>57.8889</b>	<b>180314296</b>	<b>29535173</b>	<b>85.9255</b>	<b>14.0745</b>



Resolution (10)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve revision in terms and conditions of appointment of Executive Director, Shri Parimal Hasmukhlal Desai (DIN:00009272)				
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	157945351	152799105	96.7418	152799105	0	100.0000	0.0000
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		157945351	152799105	96.7418	152799105	0	100.0000
Public-Institutions	E-Voting	95572070	91868542	96.1249	62833088	29035454	68.3946	31.6054
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		95572070	91868542	96.1249	62833088	29035454	68.3946
Public-Non Institutions	E-Voting	108986614	26697747	24.4964	26688803	8944	99.9665	0.0335
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		108986614	26697747	24.4964	26688803	8944	99.9665
<b>Total</b>		362504035	271365394	74.8586	242320996	29044398	89.2969	10.7031

Resolution (11)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve revision in terms and conditions of appointment of Executive Director, Shri Manoj Mulji Chheda (DIN:00022699)				
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	157945351	157945351	100.0000	157945351	0	100.0000	0.0000
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		157945351	157945351	100.0000	157945351	0	100.0000
Public-Institutions	E-Voting	95572070	91868542	96.1249	90378712	1489830	98.3783	1.6217
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		95572070	91868542	96.1249	90378712	1489830	98.3783
Public-Non Institutions	E-Voting	108986614	23148124	21.2394	23139094	9030	99.9610	0.0390
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		108986614	23148124	21.2394	23139094	9030	99.9610
<b>Total</b>		362504035	272962017	75.2990	271463157	1498860	99.4509	0.5491

Resolution (12)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve revision in terms and conditions of appointment of Executive Director, Shri Renil Rajendra Gogri (DIN:01582147)				
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	157945351	101414291	64.2085	101414291	0	100.0000	0.0000
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>157945351</b>	<b>101414291</b>	<b>64.2085</b>	<b>101414291</b>	<b>0</b>	<b>100.0000</b>
Public-Institutions	E-Voting	95572070	91868542	96.1249	62833088	29035454	68.3946	31.6054
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>95572070</b>	<b>91868542</b>	<b>96.1249</b>	<b>62833088</b>	<b>29035454</b>	<b>68.3946</b>
Public-Non Institutions	E-Voting	108986614	26697784	24.4964	26688948	8836	99.9669	0.0331
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>108986614</b>	<b>26697784</b>	<b>24.4964</b>	<b>26688948</b>	<b>8836</b>	<b>99.9669</b>
<b>Total</b>		<b>362504035</b>	<b>219980617</b>	<b>60.6836</b>	<b>190936327</b>	<b>29044290</b>	<b>86.7969</b>	<b>13.2031</b>



Resolution (13)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve revision in terms and conditions of appointment of Executive Director, Shri Kirit Ratilal Mehta (DIN: 00051703), for a period from April 1, 2023 till the date of this meeting ie. August 4, 2023				
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	157945351	157945351	100.0000	157945351	0	100.0000	0.0000
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		157945351	157945351	100.0000	157945351	0	100.0000
Public-Institutions	E-Voting	95572070	91868542	96.1249	90075602	1792940	98.0484	1.9516
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		95572070	91868542	96.1249	90075602	1792940	98.0484
Public-Non Institutions	E-Voting	108986614	26638494	24.4420	26629594	8900	99.9666	0.0334
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		108986614	26638494	24.4420	26629594	8900	99.9666
	<b>Total</b>	362504035	276452387	76.2619	274650547	1801840	99.3482	0.6518

Resolution (14)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve Commission payable to Non-Executive Directors				
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	157945351	97886551	61.9749	97886551	0	100.0000	0.0000
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>	157945351	97886551	61.9749	97886551	0	100.0000	0.0000
Public-Institutions	E-Voting	95572070	91868542	96.1249	32560943	59307599	35.4430	64.5570
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>	95572070	91868542	96.1249	32560943	59307599	35.4430	64.5570
Public-Non Institutions	E-Voting	108986614	26619204	24.4243	26595516	23688	99.9110	0.0890
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>	108986614	26619204	24.4243	26595516	23688	99.9110	0.0890
<b>Total</b>		362504035	216374297	59.6888	157043010	59331287	72.5793	27.4207

Resolution (15)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve the remuneration of the Cost Auditors 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	157945351	157945351	100.0000	157945351	0	100.0000	0.0000
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		157945351	157945351	100.0000	157945351	0	100.0000
Public-Institutions	E-Voting	95572070	91868542	96.1249	91868542	0	100.0000	0.0000
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		95572070	91868542	96.1249	91868542	0	100.0000
Public-Non Institutions	E-Voting	108986614	26697848	24.4964	26692101	5747	99.9785	0.0215
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		108986614	26697848	24.4964	26692101	5747	99.9785
<b>Total</b>		362504035	276511741	76.2783	276505994	5747	99.9979	0.0021

Resolution (16)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve re-classification from Promoter / Promoter Group Category to Public Category of the Company				
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	157945351	149697879	94.7783	149697879	0	100.0000	0.0000
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>	<b>157945351</b>	<b>149697879</b>	<b>94.7783</b>	<b>149697879</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	E-Voting	95572070	91868542	96.1249	65689418	26179124	71.5037	28.4963
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>	<b>95572070</b>	<b>91868542</b>	<b>96.1249</b>	<b>65689418</b>	<b>26179124</b>	<b>71.5037</b>	<b>28.4963</b>
Public-Non Institutions	E-Voting	108986614	26698008	24.4966	26683005	15003	99.9438	0.0562
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>	<b>108986614</b>	<b>26698008</b>	<b>24.4966</b>	<b>26683005</b>	<b>15003</b>	<b>99.9438</b>	<b>0.0562</b>
<b>Total</b>		<b>362504035</b>	<b>268264429</b>	<b>74.0032</b>	<b>242070302</b>	<b>26194127</b>	<b>90.2357</b>	<b>9.7643</b>

**FOR AARTI INDUSTRIES LIMITED**

RAJ SARRAF  
COMPANY SECRETARY  
ICSI M. NO. A15526