

Godrej Industries Limited
Regd. Office: Godrej One,
Pirojshanagar,
Eastern Express Highway,
Vikhroli (E), Mumbai 400079. India.
Tel.: 91-22-2518 8010/8020/8030
Fax: 91-22-2518 8068/8063/8074
Website: www.godrejindustries.com

CIN: L24241MH1988PLC097781

Dated: August 12, 2022

To,
BSE Limited
P. J. Towers, Dalal Street, Fort
Mumbai – 400 001

To,
National Stock Exchange of India Limited
Exchange Plaza, Bandra - Kurla Complex,
Bandra (East), Mumbai-400 051

Ref.: BSE Scrip Code No. "500164"

Ref.: "GODREJIND"
Debt Segment NSE:
NCD- GIL23 - ISIN: INE233A08022
NCD- GIL24 - ISIN: INE233A08030
NCD- GIL25- ISIN: INE233A08048
NCD-GIL28-ISIN: INE233A08055

Sub.: Proceedings of the 34th (Thirty Fourth) Annual General Meeting (AGM) held on August 12, 2022

Dear Sir,

Further to our letter dated July 15, 2022, in respect of the Notice of the 34th (Thirty Fourth) Annual General Meeting ("AGM") of Godrej Industries Limited ("the Company") to be held on Friday, August 12, 2022 at 3:00 p.m. (IST) through Video Conference ("VC") / Other Audio Visual Means ("OAVM"), we would like to inform that the AGM was duly held and businesses were transacted thereat as per the Notice of the AGM dated May 27, 2022.

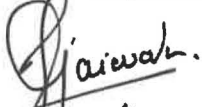
In this connection, please find enclosed as **Annexure I**, the Summary of proceedings of the AGM of the Company pursuant to Regulations 30 and 51 read with Para A of Part A and Para A of Part B of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Companies Act, 2013.

We request you to take the above on your records.

Thanking you,

Yours sincerely,

For Godrej Industries Limited



Tejal Jariwala
Company Secretary & Compliance Officer
(FCS 9871)



Encl.: A/a



Annexure I

Summary of Proceedings of the 34th (Thirty Fourth) Annual General Meeting

The 34th Annual General Meeting (“AGM” or “the Meeting”) of the Shareholders of Godrej Industries Limited (“the Company”) was held on Friday, August 12, 2022 at 3:00 p.m. (IST) through Video Conferencing (“VC”).

Mr. Nadir B. Godrej (Chairman and Managing Director) chaired the AGM.

The Chairman after ascertaining that the requisite quorum was present, declared that the Meeting was validly constituted and commenced the proceedings of the Meeting.

The Directors of the Company (including Chairman of the Audit Committee, Chairman of the Nomination and Remuneration Committee, Chairman of the Stakeholders’ Relationship Committee, Chairman of the Risk Management Committee) and the representatives of M/s. BSR & Co. LLP, Chartered Accountants (outgoing Statutory Auditors), M/s. A. N. Ramani & Co., Practicing Company Secretaries (Secretarial Auditors), M/s. Kalyaniwalla & Mistry LLP, Chartered Accountants (*incoming Statutory Auditors*), Computech Sharecap Limited (Registrar and Share Transfer Agent) and Mr. Kalidas Vanjpe, Scrutinizer for the Meeting attended the AGM.

The Chairman welcomed the Directors and Shareholders and with the consent of the Shareholders present, took the Notice of the Meeting, and the Statutory Auditors’ Report on the Standalone and Consolidated Audited Financial Statements for the Financial Year ended March 31, 2022 and the Secretarial Audit Report as read, as there were no qualifications, observations or comments which had any adverse effect on the functioning of the Company.

The following items of business as per the Notice of the AGM dated May 27, 2022, were transacted at the AGM. Since Mr. Nadir B. Godrej was interested in Resolution No. 4 of the Notice of the AGM, the proceedings were entrusted to Mr. Nitin Nabar, (non-interested Director) for the purpose of conducting the proceedings for the said Resolution.

The following resolutions set out in the Notice convening the AGM were put to vote by remote e-voting and voting during the Meeting:

Ordinary Business:

1. Adoption of Audited Financial Statements (both Standalone and Consolidated) of the Company for the Financial Year ended March 31, 2022 together with the Board’s Report and Statutory Auditor’s Report thereon.
2. Appointment of Ms. Tanya Dubash (DIN: 00026028) as a Director, liable to retire by rotation, who had offered herself for re-appointment.



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3. Approval for appointment of M/s. Kalyaniwalla & Mistry LLP, Chartered Accountants as the Statutory Auditors of the Company for a term of 5 (five) years starting from conclusion of 34th AGM till the conclusion of the 39th (Thirty Ninth) AGM of the Company and to fix their remuneration.

Special Business:

4. Approval for re-appointment of and remuneration payable to Mr. Nadir Godrej as “Managing Director” (designated as the ‘Chairman and Managing Director’) of the Company for a period of 3 (three) years, w.e.f. April 1, 2023 to March 31, 2026.
5. Ratification of Remuneration of M/s. R. Nanabhoy & Co., Cost Accountants appointed as the “Cost Auditors” of the Company for the Financial Year 2022-23.

The Company Secretary welcomed all the Shareholders and briefed them about certain procedural and technical aspects of the AGM with respect to joining the Meeting through Video Conference and manner of asking questions by speaker shareholders.

The Company Secretary then informed the Shareholders that the Company had provided to the Shareholders, the facility to cast their vote electronically through remote e-voting facility provided by Central Depository Services (India) Limited (“CDSL”) which had commenced on Monday, August 8, 2022 at 9:00 a.m. (IST) and ended on Thursday, August 11, 2022 at 5:00 p.m. (IST), on all resolutions set forth in the Notice of the AGM. Shareholders who were present at the AGM and had not cast their vote electronically were provided an opportunity to cast their votes though e-voting during the Meeting and up to 15 (fifteen) minutes of the closure of AGM. The Shareholders were informed that the Board of Directors had appointed Mr. Kalidas Vanjpe, Practicing Company Secretary (Membership no. FCS 7132) as the Scrutinizer to supervise the remote e-voting and and e-voting process during the AGM.

Mr. Nadir Godrej then delivered the Chairman’s Speech to the Shareholders giving highlights of the Company’s performance during the Financial Year 2021-22 and for the first Quarter ended June 30, 2022. He further informed that that the results of the voting shall be declared within 48 (Forty Eight) hours from the conclusion of the AGM and the same shall be submitted to CDSL (www.evotingindia.com), BSE Limited (www.bseindia.com), National Stock Exchange of India Limited (www.nseindia.com) and will also be put up on the Company’s website (www.godrejindustries.com).

Clarifications were then provided to the queries raised by the Shareholders.

Mr. Nadir Godrej thanked the Shareholders, for attending and participating in the Meeting and also the employees of the Company, Government agencies and other stakeholders for their continued support. The e-voting facility was kept open for the next 15 (fifteen) minutes to enable the Shareholders to cast their vote.




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The AGM ended at 4.00p.m. (IST) with a vote of thanks to the Chair.

For Godrej Industries Limited



Tejal Jariwala
Company Secretary & Compliance Officer
(FCS 9871)

