

Ref. No.: AIL/B-40/2021/024
June 14, 2021

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

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.

BSE CODE : 524208

NSE CODE : AARTIIND

Dear Sir/Madam,

Ref: Regulation 44 of the SEBI (LODR) Regulations, 2015.

This has reference to the Extra-ordinary General Meeting (EGM) of the Company which is held today, Monday, June 14, 2021 for the matters as stated in the Notice sent to the Shareholders.

The Shareholders were provided a facility of voting on the resolutions at the Extra-ordinary General Meeting through E-voting.

We would like to inform you that the resolutions set forth in the notice have been passed by the members with requisite majority. We are enclosing herewith the scrutinizer's report and voting results of the Extra-ordinary General Meeting.

Kindly take the same on record and oblige

Thanking You,

Yours faithfully,
FOR AARTI INDUSTRIES LIMITED

RAJ SARRAF
COMPANY SECRETARY

ICSI M. NO. A15526

Encl.: as above.

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

Date of the Extraordinary General Meeting (EGM)	:	June 14, 2021
Total number of shareholders on record date	:	173189 Shareholders as on June 07, 2021
No. of shareholders present in the meeting either in person or through proxy		
Promoters and Promoter Group	:	Nil
Public	:	Nil
No. of Shareholders attended the meeting through Video Conferencing		
Promoters and Promoter Group	:	46
Public	:	109

Resolution No. 1: Ordinary Resolution				Increase the Authorised Share Capital of the Company to enable further issue of shares and alter the Capital clause of the 'Memorandum of Association' of the Company.				
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
		[1]	[2]	[3]=([2]/[1])* 100	[4]	[5]	[6]=([4]/[2])* 100	[7]=([5]/[2])* 100
Promoter and Promoter Group	E-Voting	81425842	80278929	98.59	80278929	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		80278929	98.59	80278929	0	100.00	0.00
Public Institutions	E-Voting	40356820	30711269	76.10	28588974	2122295	93.09	6.91
	Poll		0	0.00	0	0	0.00	0.00
	Total		30711269	76.10	28588974	2122295	93.09	6.91
Public Non Institutions	E-Voting	52451812	2437648	4.65	2434539	3109	99.87	0.13
	Poll		0	0.00	0	0	0.00	0.00
	Total		2437648	4.65	2434539	3109	99.87	0.13
TOTAL		174234474	113427846	65.10	111302442	2125404	98.13	1.87

Resolution No. 2: Ordinary Resolution				Issue of Bonus Shares in the ratio of 1:1				
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
		[1]	[2]	[3]=[2]/[1]* 100	[4]	[5]	[6]=[4]/[2]* 100	[7]=[5]/[2]* 100
Promoter and Promoter Group	E-Voting	81425842	80278929	98.59	80278929	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		80278929	98.59	80278929	0	100.00	0.00
Public Institutions	E-Voting	40356820	30711269	76.10	28876004	1835265	94.02	5.98
	Poll		0	0.00	0	0	0.00	0.00
	Total		30711269	76.10	28876004	1835265	94.02	5.98
Public Non Institutions	E-Voting	52451812	2438028	4.65	2415580	22448	99.08	0.92
	Poll		0	0.00	0	0	0.00	0.00
	Total		2438028	4.65	2415580	22448	99.08	0.92
TOTAL		174234474	113428226	65.10	111570513	1857713	98.36	1.64

Resolution No. 3: Special Resolution				To approve raising of funds in one or more tranches, by issuance of securities by way of private offerings, qualified institutions placement(s) and/or any combination thereof or any other method as may be permitted under applicable law for an amount up to Rs. 1500 crore				
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
		[1]	[2]	[3]=[2]/[1]* 100	[4]	[5]	[6]=[4]/[2]* 100	[7]=[5]/[2]* 100
Promoter and Promoter Group	E-Voting	81425842	80278929	98.59	80278929	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		80278929	98.59	80278929	0	100.00	0.00
Public Institutions	E-Voting	40356820	30711269	76.10	30647069	64200	99.79	0.21
	Poll		0	0.00	0	0	0.00	0.00
	Total		30711269	76.10	30647069	64200	99.79	0.21
Public Non Institutions	E-Voting	52451812	2436777	4.65	2424757	12020	99.51	0.49
	Poll		0	0.00	0	0	0.00	0.00
	Total		2436777	4.65	2424757	12020	99.51	0.49
TOTAL		174234474	113426975	65.10	113350755	76220	99.93	0.07

FOR AARTI INDUSTRIES LIMITED

RAJ SARRAF
COMPANY SECRETARY
ICSI M. NO. A15526



Sunil M. Dedhia

B. Com., A.C.A., F.C.S.

Sunil M. Dedhia & Co.

Company Secretaries

101, Kulkarni Heights, K.W. Chitale Path, Opp. Vartak Hall, Dadar (West), Mumbai 400 028 India
Telefax: +91 22 24306155 | Mobile: 9821759793 | E-mail: sunil@sunildedhia.com | Website: www.sunildedhia.com

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]

June 14, 2021

To:

Shri. Rajendra V. Gogri, Chairman of Extra-ordinary General Meeting (EGM) of Equity Shareholders of **Aarti Industries Limited** held on Monday, June 14, 2021, 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., 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 EGM of Aarti Industries Limited (CIN: L24110GJ1984PLC007301) 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 May 18, 2021 (Notice) calling the Extra-ordinary General Meeting (EGM) of Aarti Industries Limited (Company) through VC / OAVM in accordance with General Circular no. 14/2020 dated 8th April, 2020, General Circular no. 17/2020 dated 13th April, 2020, General Circular no. 22/2020 dated 15th June, 2020, General Circular no. 33/2020 dated 28th September, 2020 and the General Circular No. 39/2020 dated December 31, 2020 in relation to extension of the framework provided in the aforementioned circulars up to June 30, 2021 ((hereinafter referred to as "MCA Circulars"), Government of India and relevant circular issued by the Securities and Exchange Board of India ('SEBI') on holding of general meeting through VC or OAVM. The EGM was held on Monday, June 14, 2021 at 11:00 a.m. through VC / OAVM
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:

Sunil Mavjibhai
Dedhia

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- (i) process of e-voting remotely, before the EGM, using an electronic voting system on the dates referred to in the Notice calling the EGM ("remote e-voting"); and
 - (ii) process of e-voting at the EGM through electronic voting system ("e-voting").
3. The e-voting facility both for e-voting prior to the EGM (remote e-voting) and voting at the EGM by electronics means (e-voting) was provided by National Securities Depository Limited (NSDL).
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 EGM 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. Monday, June 7, 2021 were entitled to vote on the proposed resolutions for Item Nos. 1 to 3 as set out in the Notice of the EGM of Aarti Industries Limited.
7. **E-voting process:-**
 - a. The remote e-voting period remained open from Friday, June 11, 2021 (9.00 a.m.) to Sunday, June 13, 2021 (5.00 p.m.).
 - b. After the time fixed for closing of the e-voting at the EGM, 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 EGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system at the EGM.
 - d. The e-votes cast were unblocked on June 14, 2021 after conclusion of the EGM in the presence of two witnesses, Mrs. Priti Sunil Dedhia and Ms. Kinnari Vijay Dedhia, who are not in the employment of the Company.

Sunil Mavjibhai
Dedhia

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- 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 EGM, based on the reports generated by NSDL, scrutinized and relied upon by me as under:

Resolution 1: Ordinary resolution for 'Increase the Authorised Share Capital of the Company to enable further issue of shares and alter the Capital clause of the Memorandum of Association of the Company'.

Particulars	Remote e-voting		Voting at EGM		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	1014	111302357	6	85	1020	111302442	98.1262
Dissent	41	2125384	1	20	42	2125404	1.8738
Total	1055	113427741	7	105	1062	113427846	100.0000

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 1** of the Notice of the EGM dated May 18, 2021 has been **passed with requisite majority**.

Resolution 2: Ordinary resolution for 'Issue of Bonus Shares in the ratio of 1:1'.

Particulars	Remote e-voting		Voting at EGM		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	1033	11570408	7	105	1040	111570513	98.3622
Dissent	29	1857713	0	0	29	1857713	1.6378
Total	1062	113428121	7	105	1069	113428226	100.0000

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 2** of the Notice of the EGM dated May 18, 2021 has been **passed with requisite majority**.

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Mavjibhai
Dedhia

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Resolution 3: Special resolution 'To approve raising of funds in one or more tranches, by issuance of securities by way of private offerings, qualified institutions placement(s) and/or any combination thereof or any other method as may be permitted under applicable law for an amount up to ` 1500 crore'.

Particulars	Remote e-voting		Voting at EGM		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	1008	113350650	7	105	1015	113350755	99.9328
Dissent	39	76220	0	0	39	76220	0.0672
Total	1047	113426870	7	105	1054	113426975	100.0000

Based on the aforesaid result, I report that the **Special Resolution** as set out in **Item No. 3** of the Notice of the EGM dated May 18, 2021 has been **passed with requisite majority**.

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 Extraordinary General Meeting and the same shall be handed over thereafter to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

Sunil Mavjibhai
Dedhia

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CS Sunil M. Dedhia
(Peer Review Certificate No. 867/2020)
Proprietor, SUNIL M. DEDHIA & CO.
Company Secretaries
FCS 3483 C.P. NO. 2031
UDIN: F003483C000458696
Mumbai, Dated June 14, 2021