



Date : 19th September, 2020

The Secretary
The National Stock Exchange of India Ltd.
Exchange Plaza, Plot No. C/1, G. Block
Bandra Kurla Complex, Bandra (E)
Mumbai - 400 051

The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001

The Secretary
The Calcutta Stock Exchange Limited
7, Lyons Range
Kolkata - 700 001

Dear Sirs,

37th Annual General Meeting- e-Voting Results

In compliance of Regulation 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 we are enclosing herewith voting results in the prescribed format along with Report of the Scrutinizer pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

We would like to inform you that all the resolutions as set out in AGM Notice have been passed with requisite majority at 37th Annual General Meeting of the Company held on 18th September 2020.

This is for your information and record

Thanking you,

Yours faithfully,
For Emami Limited

A. K. Joshi
Company Secretary & VP- Legal

Encl. As above.



emami* limited

Date of the AGM	September 18, 2020
Total Number of Shareholders on record date	84346
No. of shareholders present in the meeting either in person or through proxy :	N/A
Promoter & Promoter group	
Public	
Total	
No. of shareholders attended the meeting through Video Conferencing :	
Promoter & Promoter group	80
Public	75
Total	155

Agenda- wise disclosure (to be disclosed separately for agenda item)

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on March 31, 2020 together with the Reports of the Board of Directors and Auditors thereon and the Consolidated Audited Financial Statements of the Company for the financial year ended March 31, 2020.

Whether promoter/promoter group are interested in the agenda/resolution ? **No**

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	Remote Evoting	239393412	239323412	99.97080	239323412	0	100	
	Evoting at AGM		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		239323412	99.97080	239323412	0	100.0	
Public - Institutional holders	Remote Evoting	166836842	137761270	82.57250	137761270	0	100.0	
	Evoting at AGM		0	0	0			
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		137761270	82.57250	137761270	0	100	
Public - Non Institution	Remote Evoting	38283486	9367253	24.46810	9367024	229	99.99760	0.00240
	Evoting at AGM		22100	0.05770	22100	0	100.00000	
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		9389353	24.52590	9389124	229	99.99760	0.00240
Total		444513740	386474035	86.94310	386473806	229	99.99994	0.00006

2. To confirm the payment of two Interim Dividends aggregating to Rs. 4 per equity share for the financial year 2019-20.

Whether promoter/promoter group are interested in the agenda/resolution ? **No**

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	Remote Evoting	239393412	239323412	99.97080	239323412	0	100	
	Evoting at AGM		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		239323412	99.97080	239323412	0	100	
Public - Institutional holders	Remote Evoting	166836842	137761270	82.57250	137761270	0	100	
	Evoting at AGM		0	0	0			
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		137761270	82.57250	137761270	0	100	
Public - Non Institution	Remote Evoting	38283486	9367251	24.46810	9366732	519	99.99450	0.00550
	Evoting at AGM		22100	0.05770	22100	0	100	
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		9389351	24.52590	9388832	519	99.99450	0.00550
Total		444513740	386474033	86.94310	386473514	519	99.99987	0.00013





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3.		To appoint a Director in place of Shri Mohan Goenka (DIN 00150034) who retires by rotation and being eligible, offers himself for re-appointment.						
Whether promoter/promoter group are interested in the agenda/resolution ?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	Remote Evoting	239393412	239323412	99.97080	239323412	0	100	
	Evoting at AGM		0	0.00000	0	0	0	
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		239323412	99.97080	239323412	0	100	
Public - Institutional holders	Remote Evoting	166836842	133047713	79.74720	127519676	5528037	95.84510	4.15490
	Evoting at AGM		0		0	0	0	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		133047713	79.74720	127519676	5528037	95.84510	4.15490
Public - Non Institution	Remote Evoting	38283486	9367223	24.46810	9366024	1199	99.98720	0.01280
	Evoting at AGM		22100	0.05770	18098	4002	81.89140	18.10860
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		9389323	24.52580	9384122	5201	99.94460	0.05540
Total		444513740	381760448	85.88271	376227210	5533238	98.55060	1.44940
4.		To appoint a Director in place of Shri Prashant Goenka (DIN 00703389) who retires by rotation and being eligible, offers himself for re-appointment.						
Whether promoter/promoter group are interested in the agenda/resolution ?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	Remote Evoting	239393412	239323412	99.97080	239323412	0	100	
	Evoting at AGM		0	0.00000	0	0	0	
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		239323412	99.97080	239323412	0	100	
Public - Institutional holders	Remote Evoting	166836842	133047713	79.74720	127519676	5528037	95.84510	4.15490
	Evoting at AGM		0		0	0	0	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		133047713	79.74720	127519676	5528037	95.84510	4.15490
Public - Non Institution	Remote Evoting	38283486	9367223	24.46810	9366142	1081	99.98850	0.01150
	Evoting at AGM		22100	0.05770	18100	4000	81.90050	18.09950
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		9389323	24.52580	9384242	5081	99.94590	0.05410
Total		444513740	381760448	85.88271	376227330	5533118	98.55063	1.44937
5.		To appoint a Director in place of Smt. Priti A Sureka (DIN 00319256) who retires by rotation and being eligible, offers herself for re-appointment.						
Whether promoter/promoter group are interested in the agenda/resolution ?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	Remote Evoting	239393412	239323412	99.97080	239323412	0	100	
	Evoting at AGM		0	0.00000	0	0	0	
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		239323412	99.97080	239323412	0	100	
Public - Institutional holders	Remote Evoting	166836842	133047713	79.74720	127289687	5758026	95.67220	4.32780
	Evoting at AGM		0		0	0	0	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		133047713	79.74720	127289687	5758026	95.67220	4.32780
Public - Non Institution	Remote Evoting	38283486	9367223	24.46810	9366142	1081	99.98850	0.01150
	Evoting at AGM		22100	0.05770	18100	4000	81.90050	18.09950
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		9389323	24.52580	9384242	5081	99.94590	0.05410
Total		444513740	381760448	85.88271	375997341	5763107	98.49039	1.50961





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6. Approval for the re-appointment of Smt. Priti A Sureka as Whole-time Director for a period of five years with effect from January 30, 2020.

Whether promoter/promoter group are interested in the agenda/resolution ? **No** 0

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	Remote Evoting	239393412	239323412	99.97080	239323412	0	100	
	Evoting at AGM		0	0.00000	0	0	0	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		239323412	99.97080	239323412	0	100	
Public - Institutional holders	Remote Evoting	166836842	129796080	77.79820	127803943	1992137	98.46520	1.53480
	Evoting at AGM		0	0.00000	0	0	0	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		129796080	77.79820	127803943	1992137	98.46520	1.53480
Public - Non Institution	Remote Evoting	38283486	9367223	24.46810	9366102	1121	99.98800	0.01200
	Evoting at AGM		22100	0.05770	18100	4000	81.90050	18.09950
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		9389323	24.52580	9384202	5121	99.94550	0.05450
Total		444513740	378508815	85.15121	376511557	1997258	99.47234	0.52766

7. Payment of remuneration of Rs. 1,50,000/- plus applicable taxes and out of pocket expenses to M/s V.K. Jain & Co., Cost Accountants (FRN 000049) for audit of the cost records of the Company for the financial year 2020-21.

Whether promoter/promoter group are interested in the agenda/resolution ? **No** 0

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	Remote Evoting	239393412	239323412	99.97080	239323412	0	100	
	Evoting at AGM		0	0.00000	0	0	0	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		239323412	99.97080	239323412	0	100	
Public - Institutional holders	Remote Evoting	166836842	137761270	82.57250	137761270	0	100	
	Evoting at AGM		0	0.00000	0	0	0	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		137761270	82.57250	137761270	0	100	
Public - Non Institution	Remote Evoting	38283486	9367223	24.46810	9366717	506	99.99460	0.00540
	Evoting at AGM		22100	0.05770	18098	4002	81.89140	18.10860
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		9389323	24.52580	9384815	4508	99.95200	0.04800
Total		444513740	386474005	86.94310	386469497	4508	99.99883	0.00117





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 as amended]

To,

The Chairman of the 37th (Thirty Seventh) Annual General Meeting (AGM) of Members of Emami Limited (CIN: L63993WB1983PLC036030), held on Friday, 18th day of September, 2020 at 11.30 A.M. (IST) through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM").

Dear Sir,

I, Manoj Kumar Banthia, Partner of MKB & Associates, Practicing Company Secretaries, appointed by the Board of Directors of **Emami Limited** ("the Company") for the purpose of scrutinizing the process of voting through Remote e-Voting and electronic voting at the Annual General Meeting, pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 and 21 of the Companies (Management & Administration) Rules, 2014 as amended, Regulation 44 of SEBI (LODR) Regulations, 2015 read with General Circular Nos. 14/2020, 17/2020 and 20/2020 dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 respectively issued by the Ministry of Corporate Affairs (collectively referred to as the "MCA Circulars") and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 and Secretarial Standards on General Meetings, in respect of the below mentioned Resolutions proposed at the 37th Annual General Meeting of the Company held on Friday, 18th day of September, 2020 at 11.30 A.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), do hereby submit my report as follows:

- (a) The Notice dated 26th June, 2020 convening the 37th Annual General Meeting of the Company along with the Statement under Section 102 of the Act setting out all material facts in respect of Resolutions mentioned





therein, was sent electronically on 26th August, 2020, to the members of the Company whose email addresses were registered with the Company/ Depositories/ RTA.

- (b) Since this AGM was held pursuant to the aforesaid MCA Circulars through VC or OAVM, physical attendance of the members has been dispensed with. Accordingly, in terms of above mentioned MCA and SEBI circulars, the facility for appointment of proxies by the members were also dispensed with.
- (c) The Company provided remote e-voting facility offered by Central Depository Securities (India) Limited (CDSL) to its shareholders. At the Annual General Meeting, the Company provided electronic voting facility offered by CDSL to the shareholders who did not cast their vote through remote e-voting.
- (d) The members holding shares either in physical or dematerialized form, as on the "Cut Off" date i.e. 11th September, 2020 were entitled to vote on the proposed resolutions.
- (e) In terms of the aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the voting period for remote e-voting commenced on Monday, 14th September, 2020 at 9:00 AM (IST) and ended on Thursday, 17th September, 2020 at 5:00 PM (IST).
- (f) The members present at the meeting exercised their voting rights electronically at the Annual General Meeting as stated above.
- (g) After conclusion of voting at the 37th Annual General Meeting, the votes cast electronically at the meeting were counted first, and thereafter, the votes cast through remote e-voting were unblocked in presence of Ms. Mudra Khetan and Ms. Sonal Sarada, who acted as witnesses in accordance with Rule 20 the Companies (Management & Administration) Rules, 2014 as amended.





- (h) Thereafter, the details containing, inter alia, list of the members, who voted "For" or "Against" on each of the resolutions that were put to vote through remote e-voting and electronic voting during the AGM were derived from the report generated from the e-voting website of CDSL, www.evotingindia.com.
- (i) 471 Members have cast their votes through remote e-voting and all such votes are valid, 11 Members have cast their votes electronically during the AGM out of which vote of 1 member was invalid as he has already voted through e-voting.

I now submit my consolidated report as under on the result of the remote e-voting and poll conducted at the meeting.

	Number of votes (shares) cast through Remote E- voting. (1)	Number of Votes (shares) cast through e-voting during the meeting (2)	Total (1)+(2)=(3)	% of total number of valid votes cast
ORDINARY BUSINESS				
Item No. 1 as an Ordinary Resolution: To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on March 31, 2020 together with the Reports of the Board of Directors and Auditors thereon and the Consolidated Audited Financial Statements of the Company for the financial year ended March 31, 2020.				
(1) Voted in favour of the resolution	386451706	22100	386473806	99.9999
(2) Voted against the resolution	229	--	229	0.0001
Total	386451935	22100	386474035	100
(3) Invalid votes:	--	--	--	--





Item No. 2 as an Ordinary Resolution: To confirm the payment of two Interim Dividends aggregating to Rs. 4 per equity share for the financial year 2019-20.

(1) Voted in favour of the resolution	386451414	22100	386473514	99.9999
(2) Voted against the resolution	519	--	519	0.0001
Total	386451933	22100	386474033	100
(3) Invalid votes:	--	2	2	--

Item No. 3 as an Ordinary Resolution: To appoint a Director in place of Shri Mohan Goenka (DIN 00150034) who retires by rotation and being eligible, offers himself for re-appointment.

(1) Voted in favour of the resolution	376209112	18098	376227210	98.5506
(2) Voted against the resolution	5529236	4002	5533238	1.4494
Total	381738348	22100	381760448	100
(3) Invalid votes	--	2	2	--

Item No. 4 as an Ordinary Resolution: To appoint a Director in place of Shri Prashant Goenka (DIN 00703389) who retires by rotation and being eligible, offers himself for re-appointment.

(1) Voted in favour of the resolution	376209230	18100	376227330	98.5506
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(2) Voted against the resolution	5529118	4000	5533118	1.4494
Total	381738348	22100	381760448	100
(3) Invalid votes	--	2	2	--

Item No. 5 as an Ordinary Resolution: To appoint a Director in place of Smt. Priti A Sureka (DIN 00319256) who retires by rotation and being eligible, offers herself for re-appointment.

(1) Voted in favour of the resolution	375979241	18100	375997341	98.4904
(2) Voted against the resolution	5759107	4000	5763107	1.5096
Total	381738348	22100	381760448	100
(3) Invalid votes	--	2	2	--

SPECIAL BUSINESS

Item No. 6 as an Ordinary Resolution: Re-appointment of Smt. Priti A Sureka (DIN 00319256) as a Whole-time Director of the Company for the period of five years with effect from January 30, 2020.

(1) Voted in favour of the resolution	376493457	18100	376511557	99.4723
(2) Voted against the resolution	1993258	4000	1997258	0.5277
Total	378486715	22100	378508815	100
(3) Invalid votes:	--	2	2	--





Item No. 7 as an Ordinary Resolution: Payment of remuneration of Rs. 1,50,000/- plus applicable taxes and out of pocket expenses to M/s V.K. Jain & Co., Cost Accountants (FRN 000049) for audit of the cost records of the Company for the financial year 2020-21.

(1) Voted in favour of the resolution	386451399	18098	386469497	99.9988
(2) Voted against the resolution	506	4002	4508	0.0012
Total	386451905	22100	386474005	100
(3) Invalid votes:	--	2	2	--

Based on the aforesaid results, the resolution no.(s) 1 to 7 as contained in the Notice have been passed with the requisite majority.

The remote e- voting register and other related papers/ registers and records is under my safe custody and will be handed over to the Managing Director or Company Secretary for preserving safely after the minutes of the Meeting are signed.

Thanking you,

Yours faithfully,
For MKB & Associates

Manoj Kumar Barathia
Partner

Membership No.: 11470

COP No.: 7596

FRN: P2010WB042700

Date: 19.09.2020

Place: Kolkata

UDIN: A011470B000736370