

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: December 20, 2022

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

Ref.: BSE Scrip Code No. "500164"

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

Ref.: "GODREJIND"

Debt Segment NSE:

NCD- GIL23 - ISIN: INE233A08022

NCD- GIL24 - ISIN: INE233A08030

NCD- GIL25 - ISIN: INE233A08048

NCD- GIL28 - ISIN: INE233A08055

Sub.: Disclosure of Voting Results of Postal Ballot pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

In terms of the Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Voting Results on the business transacted through Postal Ballot Notice dated November 14, 2022, along with the consolidated Scrutinizer's Report on e-voting and Postal Ballot.

It may please be noted that as per the Report of the Scrutinizer dated December 20, 2022, issued by Mr. Kalidas Vanjpe, Practicing Company Secretary, the Resolutions as per Postal Ballot Notice dated November 14, 2022, stand passed with requisite majority. The Resolutions are deemed to have been passed on the last date of the receipt of the Postal Ballot Forms and E-voting, i.e., on December 19, 2022.

The above information is also being uploaded on the Company's website, viz., www.godrejindustries.com.

Kindly take the above information on your record.

Thanking you,
Yours sincerely,

For Godrej Industries Limited



Tejal Jariwala
Company Secretary & Compliance Officer
(FCS 9871)



Encl: A/a





KALIDAS VANJPE
B. Com (Hons), LL.B (G), F.C.S
Practising Company Secretary
Corporate Legal Consultant

307, Dev Milan, Near Tip Top Plaza, L B S Marg, Thane-400 604
Cell: 99202 71677 * e-mail: kalidasvanjpe@gmail.com * www.kalidasvanjpe.com

Report of Scrutinizer on E-Voting and Postal Ballot process

[Pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
Godrej Industries Limited,
Godrej One, Pirojshanagar,
Eastern Express Highway, Vikhroli (East),
Mumbai – 400079, Maharashtra

Dear Sir,

Sub.-: Scrutinizer's Report on E-Voting and Postal Ballot process conducted pursuant to provisions of Sections 108 and 110 of Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014

Godrej Industries Limited has appointed me as the Scrutinizer for conducting the Postal Ballot and E-Voting process for approving the resolutions as mentioned in the Postal Ballot Notice dated November 14, 2022.

The Management of the Company is responsible to ensure the compliance with the requirements of Companies Act, 2013 and the Rules framed thereunder relating to voting through electronic means and Postal Ballot on the resolutions as stated in the Postal Ballot Notice. My responsibility as Scrutinizer is restricted to ensure that the E-voting process and Postal Ballot process is conducted in a fair and transparent manner and to issue the Scrutinizer's Report on the votes cast "FOR" or "AGAINST" the resolutions stated above, based on the Postal Ballots received by the Company and the Reports generated from the E-voting system provided by the Central Depository Services (India) Ltd ("CDSL"), the Authorized Agency to provide e-voting facilities, engaged by the Company.

I submit my report as under:

1. The Company had on November 19, 2022, completed the dispatch of the Notice of Postal Ballot along with the Explanatory Statement through email, as required under the provisions of the Companies Act, 2013, and applicable SEBI regulations to all its Equity Shareholders whose name(s) appeared on the Register of Members / List of Beneficial owners as on the cut-off date, i.e., November 11, 2022.



KALIDAS VANJPE
B. Com (Hons), LL.B (G), F.C.S
Practising Company Secretary
Corporate Legal Consultant

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2. The Postal Ballot process has been conducted in accordance with the provisions of Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 (including any amendment(s) / modification(s) / re-enactment(s) thereto). The Company had provided E-voting facility to its Shareholders and had engaged the services of CDSL for this purpose. The Company has also given the option, as an alternative, to Shareholders to download the form for postal ballot and send the same duly filled in and signed to its Registrar and Transfer Agent.
3. The voting through Postal Ballot and E-Voting had commenced on Sunday, November 20, 2022 at 9:00 a.m. (IST) and has ended on Monday, December 19, 2022 at 5:00 p.m. (IST)
4. After the time fixed for closing of the Postal Ballot and E-Voting process, i.e., on Monday, December 19, 2022 after 5:00 p.m., (IST), I had downloaded the data of E-voting from CDSL. The Report was tabulated and the data reading the final E-voting was diligently scrutinized.
5. The Particulars of all Postal Ballots by Electronic votes received from / cast by the Equity Shareholders have been entered in the electronic register separately maintained for the purpose.
6. All e-votes received up to 5:00 p.m. (IST) on Monday, December 19, 2022, being the last date and time fixed by the Company for receipt of the votes, were considered for scrutiny.
7. The invalid Postal Ballot forms were not considered. – Not Applicable
8. On proper scrutiny of all the E-votes, the summary of the Postal Ballot by E-Votes received from the Shareholders was prepared and the same is given in the Annexure annexed with this Report.
9. In Respect of resolutions, since the votes cast FOR the resolutions exceed number of votes cast AGAINST the resolutions, the Resolutions are considered to be duly passed by requisite majority.
10. The relevant records, as applicable, have been sealed and handed over to the Company Secretary / Director authorized by the Board for safekeeping.



KALIDAS VANJPE
B. Com (Hons), LL.B (G), F.C.S
Practising Company Secretary
Corporate Legal Consultant

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11. You are requested to declare the said Voting Results to the Shareholders of the Company.

Thanking you,
Yours faithfully,

Kalidas Vanjpe
Practising Company Secretary
FCS 7132 CP 3413
UDIN F007132D002755757

For Godrej Industries Limited

Nitin Nabar
Executive Director & President (Chemicals)



Dated: - December 20, 2022
Place: - Thane

ANNEXURE

Voting results	
Record date	11-11-2022
Total number of shareholders on record date	107375
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	4



Kalidas Vanjpe
Practicing Company Secretary
(Scrutinizer)
Date: December 20, 2022



For Godrej Industries Limited



Nitin Nabar
Executive Director & President (Chemicals)



Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPROVAL FOR FURTHER INVESTMENT OF UPTO RS. 1,200 CRORE (RUPEES ONE THOUSAND TWO HUNDRED CRORE) IN GODREJ CAPITAL LIMITED, SUBSIDIARY 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		226126787	100.0000	226126787	0	100.0000	0.0000
	Poll	226126787	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	226126787	226126787	100.0000	226126787	0	100.0000	0.0000
Public- Institutions	E-Voting		29350444	72.8801	29350444	0	100.0000	0.0000
	Poll	40272253	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	40272253	29350444	72.8801	29350444	0	100.0000	0.0000
Public- Non Institutions	E-Voting		45303491	64.4989	45298027	5464	99.9879	0.0121
	Poll	70239217	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	70239217	45303491	64.4989	45298027	5464	99.9879	0.0121
Total		336638257	300780722	89.3483	300775258	5464	99.9982	0.0018
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPROVAL FOR INCREASE IN BORROWING POWERS OF THE COMPANY UNDER SECTION 180 (1)(C) OF THE COMPANIES ACT, 2013				
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		226126787	100.0000	226126787	0	100.0000	0.0000
	Poll	226126787	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	226126787	226126787	100.0000	226126787	0	100.0000	0.0000
Public- Institutions	E-Voting		29350444	72.8801	26025475	3324969	88.6715	11.3285
	Poll	40272253	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	40272253	29350444	72.8801	26025475	3324969	88.6715	11.3285
Public- Non Institutions	E-Voting		45303491	64.4989	45299721	3770	99.9917	0.0083
	Poll	70239217	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	70239217	45303491	64.4989	45299721	3770	99.9917	0.0083
Total		336638257	300780722	89.3483	297451983	3328739	98.8933	1.1067
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPROVAL FOR ISSUANCE OF UNSECURED NCDS / OTHER INSTRUMENTS UPTO RS. 2,000 CRORE AND TO DELEGATE THE POWERS TO THE MANAGEMENT COMMITTEE				
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		226126787	100.0000	226126787	0	100.0000	0.0000
	Poll	226126787	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	226126787	226126787	100.0000	226126787	0	100.0000	0.0000
Public- Institutions	E-Voting		29350444	72.8801	28423311	927133	96.8412	3.1588
	Poll	40272253	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	40272253	29350444	72.8801	28423311	927133	96.8412	3.1588
Public- Non Institutions	E-Voting		45303491	64.4989	45300524	2967	99.9935	0.0065
	Poll	70239217	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	70239217	45303491	64.4989	45300524	2967	99.9935	0.0065
Total		336638257	300780722	89.3483	299850622	930100	99.6908	0.3092
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				INVESTMENT OF UPTO 5 CRORE FOR AVAILING EXEMPTION UNDER GROUP CAPTIVE POWER SCHEME OF GUJARAT WIND SOLAR HYBRID POLICY, 2018				
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		226126787	100.0000	226126787	0	100.0000	0.0000
	Poll	226126787	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	226126787	226126787	100.0000	226126787	0	100.0000	0.0000
Public-Institutions	E-Voting		29350444	72.8801	29348415	2029	99.9931	0.0069
	Poll	40272253	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	40272253	29350444	72.8801	29348415	2029	99.9931	0.0069
Public- Non Institutions	E-Voting		45303491	64.4989	45301204	2287	99.9950	0.0050
	Poll	70239217	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	70239217	45303491	64.4989	45301204	2287	99.9950	0.0050
Total		336638257	300780722	89.3483	300776406	4316	99.9986	0.0014
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

