

Ref. No.: 2021-22/85

November 02, 2021

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Bandra-Kurla Complex,
Bandra (E), Mumbai 400 051
Scrip Code: COROMANDEL

BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001.
Scrip Code: 506395

Through: NSE NEAPS

Through: BSE Listing

Dear Sirs,

Subject : Voting results and Consolidated Scrutinizer's report of the Hon'ble NCLT Convened Meeting of the Equity Shareholders of the Company held on October 30, 2021
Reference : Our letter dated 29.09.2021 submitted vide reference no. 2021-22/61

We refer to our letter dated September 29, 2021, informing you about the convening of the Meeting of the Equity Shareholders of the Company to be held through Video Conference (VC) / Other Audio-Visual Means (OAVM) on October 30, 2021, pursuant to the directions issued by the Hon'ble National Company Law Tribunal, Hyderabad (NCLT).

In this regard, as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith the voting results along-with consolidated Report of the Scrutinizer.

We would like to inform you that, based on the consolidated report of Scrutinizer, the Resolution as set out in the Notice of the Hon'ble NCLT convened Equity Shareholders meeting, has been duly approved by the Shareholders with requisite majority.

We request you to kindly take this on record.

Thanking you,
Yours Sincerely
For **Coromandel International Limited**


Rajesh Mukhija
Sr. Vice President-Legal &
Company Secretary

Enclosure: As Above.

Coromandel International Limited	
Record date	23 October, 2021
Total number of shareholders on record date	1,11,821
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	Nil
b) Public	Nil
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	29
b) Public	27
No. of resolutions passed in the meeting	1

Resolution No.				1				
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval of the proposed Scheme of Amalgamation of Liberty Pesticides and Fertilizers Limited (Transferor Company 1) and Coromandel SQM (India) Private Limited (Transferor Company 2) with Coromandel International Limited (Transferee Company) and their respective shareholders under the provisions of Sections 230 to 232 of the Companies Act, 2013 (the Act).				
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	168844504	168359708	99.7129	168359708	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		168359708	99.7129	168359708	0	100	0
Public-Institutions	E-Voting	84887738	66309248	78.1140	66309248	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		66309248	78.1140	66309248	0	100	0
Public- Non Institutions	E-Voting	39701927	208821	0.5260	204143	4678	97.7598	2.2402
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		208821	0.5260	204143	4678	97.7598	2.2402
Total		293434169	234877777	80.0445	234873099	4678	99.9980	0.0020
Whether resolution is Pass or Not.							Yes	

SCRUTINIZER'S REPORT

[Pursuant to Sections 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administrations) Rules 2014 as amended]

To,

Mr. Ch. Srinivasa Rao, Advocate

Chairman appointed by the Hon'ble National Company Law Tribunal, Hyderabad Bench at Hyderabad for the Meeting of the Equity Shareholders of Coromandel International Limited in the Company Application No. C.A. (CAA) No. 25/230/HDB/2021.

Dear Sir,

Sub: Scrutinizer's Report on the resolution passed through remote e-voting and e-voting (Insta Poll) at the Hon'ble NCLT Convened Meeting of Equity Shareholders of Coromandel International Limited held through Video Conference ("VC") / Other Audio-Visual Means ("OAVM") on Saturday, October 30, 2021 at 11.00 A.M.

I, Devaki Vasudeva Rao, Practicing Company Secretary (FCS 8888) have been appointed by the Hon'ble National Company Law Tribunal, Hyderabad Bench at Hyderabad, (NCLT) by its order dated 17th September, 2021, as "the Scrutinizer" for the purpose of scrutinizing remote e-voting process and e-voting (Insta Poll) at the NCLT Convened Meeting ("meeting") of the equity shareholders of Coromandel International Limited (hereinafter referred to as "the Company") convened by order of NCLT and held through VC/OAVM on Saturday, 30th October, 2021 at 11:00 A.M., pursuant to Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended and read with the General Circular No. 14/2020 dated 8th April 2020; General Circular No. 17/2020 dated 13th April 2020 and General Circular No. 39/2020 dated 31st December 2020 issued by the Ministry of Corporate Affairs ("MCA") and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January 2021 issued by the Securities and Exchange Board of India ("SEBI") collectively referred to as ["MCA & SEBI Circulars"],



D V RAO & ASSOCIATES COMPANY SECRETARIES

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on the resolution seeking approval of the Equity Shareholders to the Scheme of Amalgamation of Liberty Pesticides and Fertilizers Limited ("Transferor Company-1") and Coromandel SQM (India) Private Limited ("Transferor Company-2") into and with Coromandel International Limited (Transferee Company) and their Respective Shareholders ("the Scheme"), in terms of the Notice dated 29th September, 2021, convening the said meeting.

As mentioned in the Notice, the proceedings of the meeting were deemed to be conducted at the Registered Office of the Company located at 'Coromandel House', 1-2-10, Sardar Patel Road, Secunderabad, Telangana- 500003, India and the same was deemed to be the venue of NCLT Convened meeting.

I do hereby submit my Report as under: -

1. The Company had appointed KFin Technologies Private Limited ("KFin") as the Service Provider for providing the facility for voting by the equity shareholders through remote e-voting and e-voting during the Meeting (Insta Poll).
2. KFin is also the Registrar and Transfer Agent ("RTA") of the Company.
3. KFin had provided a system for recording the votes of the equity shareholders electronically through remote e-voting as well as at the meeting on the item of the business sought to be transacted at the meeting of the Company, which was held on Saturday, 30th October, 2021 at 11.00 A.M.
4. KFin had set up remote e-voting facility at <https://evoting.kfintech.com>. The Company had uploaded Notice of the meeting, inter-alia, containing the item of the business to be transacted at the meeting on the website of the Company and also its Service Provider and also on the websites of Stock Exchanges viz BSE Limited and National Stock Exchange of India Limited to facilitate their equity shareholders to cast their vote through remote e-voting.
5. The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules made there under and SEBI Listing Regulations relating to the voting done through the remote e-voting and e-voting at the Meeting (Insta Poll) on the resolution contained in the Notice of the Meeting.



6. My responsibility as a Scrutinizer for the voting process [through remote e-voting and e-voting at the Meeting (Insta Poll)], was restricted to scrutinize the e-voting process, in a fair and transparent manner and to prepare a consolidated Scrutinizer's Report of the votes cast in Favour or Against the resolution stated in the Notice, based on the reports generated from the e-voting system provided by KFin.
7. The Cut-off date was Saturday, 23rd October, 2021 for the purpose of deciding the equity shareholders entitled to vote through remote e-voting and e-voting at the Meeting (Insta Poll) on the resolution seeking their approval.
8. The remote e-voting period had commenced at 9:00 A.M. (IST) on Wednesday, 27th October, 2021 and has closed at 5:00 P.M. (IST) on Friday, 29th October, 2021.
9. The Company completed the dispatch of the Notice of the meeting by electronic mode to those equity shareholders whose email IDs are registered with the KFin/ Depositories/ Company and through courier/mail, physically to those equity shareholders who have not registered their email IDs with the KFin/ Depositories/ Company by Wednesday, 29th September 2021. The Notices contained the detailed procedure to be followed by the equity shareholders who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and as provided in the MCA & SEBI Circulars.
10. As prescribed in clause (v) of sub rule 4 of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the Company also released an advertisement, which was published in "Business Standard", English Daily Hyderabad Edition on Thursday, 30th September, 2021 and translation thereof in Telegu Edition in NavaTelangana, Hyderabad on Thursday, 30th September, 2021 respectively.
11. The e-voting module was disabled and blocked by KFin for voting on 29th October, 2021 at 5:00 P.M.
12. KFin provided me the names, DP ID/ folio numbers and shareholding of equity shareholders who had cast their votes through remote e-voting.
13. At the meeting of the Company held through VC/OAVM, on Saturday, 30th October, 2021, after considering the item of business, the facility to vote electronically through Insta Poll was provided to facilitate those equity shareholders who are



A handwritten signature in blue ink, consisting of a stylized, cursive script.

attending the meeting through VC/OAVM but could not exercise their vote through remote e-voting, to cast their votes electronically. On 30thOctober,2021, after tabulating the votes cast electronically by the system provided by KFin, the votes cast through remote e-voting facility was duly unblocked by me as a Scrutinizer in the presence of Mr. Vishal Kumar Jethwa and Mr. Rahul Gour who acted as the witnesses, as prescribed in Sub Rule 4(xii) of the said Rule 20. After the voting by electronic means the votes cast through remote e-voting process was tabulated for the purpose of considering the total votes cast by the shareholders through both ways.

Thereafter, I as a Scrutinizer duly compiled details of the remote e-voting carried out by the equity shareholders and the e-voting done at the meeting (Insta Poll)

14. The consolidated results of the voting seeking approval of the equity shareholders of the Company to the Scheme is as under:

Resolution:

Scheme of Amalgamation of M/s. Liberty Pesticides and Fertilizers Limited ("Transferor Company-1") and M/s. Coromandel SQM (India) Private Limited ("Transferor Company-2") into and with M/s. Coromandel International Limited (Transferee Company and their Respective Shareholders.

Consolidated Report on result of voting through remote e-voting and e-voting at the Meeting (Insta Poll) by the equity shareholders:

(a) Votes in favour of the Resolution:

Manner of Voting	Number of Equity Shareholders voted	No. of votes cast by Equity Shareholders
Remote e-voting	412	23,48,73,099
e-voting at the meeting (Insta Poll)	0	0
Total	412	23,48,73,099
% of the total number of votes in favour		99.98



(b) Votes against the Resolution:

Manner of Voting	Number of Equity Shareholders voted	No. of votes cast by Equity Shareholders
Remote e-voting	6	4,678
e-voting at the meeting (Insta Poll)	0	0
Total	6	4,678
% of the total number of votes against		0.02

(c) Invalid Votes:

Manner of Voting	Number of Equity Shareholders voted	No. of votes cast by Equity Shareholders
Remote e-voting	0	0
e-voting at the meeting (Insta Poll)	0	0
Total	0	0

All the above details are attached hereto as Annexure -A to this report

15. All relevant records of the voting conducted through remote e-voting and e-voting at the meeting (Insta Poll) are handed over to the Company Secretary of the Company for record and safe keeping.

You may accordingly declare the results of the Electronic Voting conducted in the meeting & voting done by the equity shareholders through remote e-voting

Thanking you,
Yours Faithfully



Devaki Vasudeva Rao
Scrutinizer
Practicing Company Secretary
FCS # F8888 | COP # 12123
UDIN: F008888C001350371

Place: Hyderabad
Date: 02/11/2021