

Ref. No: 2021-22/119

March 21, 2022

National Stock Exchange of India Limited  
Exchange Plaza, 5<sup>th</sup> 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**

Dear Sir,

**Subject : Disclosure under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

In furtherance to our letter dated February 14, 2022 and pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are pleased to inform you that the shareholders of the Company through Postal Ballot (remote e-voting only) have approved the appointment of Mr. Sudarshan Venu (DIN:03601690) as an Independent Director of the Company, with requisite majority, as set out in the Notice of Postal Ballot and E-Voting dated February 3, 2022.

In this connection, please find enclosed Voting Results of aforesaid Postal Ballot (remote e-voting only) along with the Scrutinizer's Report on the Postal Ballot.

The Voting Results along with the Scrutinizer's Report will also be made available on the website of the Company i.e. [www.coromandel.biz](http://www.coromandel.biz) and on the website of KFin Technologies Limited (e-voting service provider) i.e. [www.kfintech.com](http://www.kfintech.com).

We request you to take the above on record and acknowledge the same.

Thanking you,

Yours sincerely,  
For **Coromandel International Limited**

  
**Rajesh Mukhija**  
Sr. VP – Legal & Company Secretary

Enclosure as above



**COROMANDEL INTERNATIONAL LIMITED**

Regd.Office: "COROMANDEL HOUSE", 1-2-10, Sardar Patel Road, Secunderabad – 500 003, Telangana

CIN: L24120TG1961PLC000892

E-mail ID: [investorsgrievance@coromandel.murugappa.com](mailto:investorsgrievance@coromandel.murugappa.com); web: [www.coromandel.biz](http://www.coromandel.biz)

Tel No.: 040-27842034/27847212; Fax: 040-27844117

**Postal Ballot Result is given as under:**

Date of the AGM/EGM	Notice of Postal Ballot dated February 03, 2022 deemed to have been approved by shareholders on March 17, 2022
Total number of shareholders on record date	1,18,695
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable
Promoters and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through Video Conferencing	Not Applicable
Promoters and Promoter Group:	
Public:	
No. of resolution passed in the meeting	1





Below is the resolution wise result of Postal Ballot (remote e-voting only):

**Resolution No.1:** Appointment of Mr. Sudarshan Venu (DIN: 03601690) as an Independent Director of the Company

Resolution required: (Ordinary/ Special)	Special Resolution							
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 and Promoter Group	E-Voting	168844504	167553142	99.2352	167553142	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	84156873	70150095	83.3563	70135958	14137	99.9798	0.0201
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Non-Institutions	E-Voting	40495032	1461457	3.6090	1458369	3088	99.7887	0.2112
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	293496409	239164694	81.4881	239147469	17225	99.9928	0.0072

As per the results of Postal Ballot (remote e-voting only), Resolution No. 1 as mentioned above, has been passed as Special Resolution with requisite majority by the shareholders of the Company.



For Coromandel International Limited

*Rajesh Mukhija*  
Rajesh Mukhija  
Sr. VP – Legal & Company Secretary

*MF*



21<sup>st</sup> March, 2022

**The Chairman**  
**Coromandel International Limited,**  
"Coromandel House",  
1-2-10, Sardar Patel Road,  
Secunderabad - 500 003.

Dear Sir,

**Sub: Passing of Resolution through Postal Ballot**

Pursuant to the resolution passed by the Board of Directors of **Coromandel International Limited** on 3<sup>rd</sup> February 2022, we have been appointed as Scrutinizer for the purpose of scrutinizing the postal ballot process through remote electronic voting in respect of the following resolution:

Reference to the Companies Act, 2013	Type and Description of the resolution
<b>Sections 149,150 and 152 of the Companies Act, 2013</b>	<p><b>SPECIAL RESOLUTION</b></p> <p>"<b>RESOLVED THAT</b> pursuant to the provisions of Sections 149,150 and 152 and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), the Companies (Appointment and Qualification of Directors) Rules, 2014, read with Schedule IV to the Act, and Regulation 16(1)(b), 17, 25 and other applicable regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), including any statutory modification(s) or re-enactment thereof for the time being in force, Mr. Sudarshan Venu (DIN: 03601690), who has been appointed as an Additional Director and designated as "Non- Executive and Independent Director" of the Company by the Board of Directors with effect from February 3, 2022 pursuant to Section 161 of the Act and Article 17.2 of the Articles of Association of the Company and in respect of whom a notice under Section 160 of the Act has been received and who has submitted a declaration that he meets the criteria of Independence as provided under the Act and the Listing Regulations, be and is hereby appointed as Non-Executive Independent Director of the Company, not liable to retire by rotation, to hold office for an initial term of five (5) consecutive years with effect from February 3, 2022 to February 2, 2027."</p>





WE REPORT that in view of the pandemic COVID-19 and the resultant lockdown situation across the country restricting the movement of persons, in compliance with framework issued by the Ministry of Corporate Affairs through its circular No. 14/2020 dated April 08, 2020 read with General Circular No.17/2020 dated 13<sup>th</sup> April, 2020, General Circular No. 22/2020 dated 15<sup>th</sup> June, 2020, General Circular No.33/2020 dated 28<sup>th</sup> September, 2020, General Circular No.39/2020 dated 31<sup>st</sup> December, 2020, General Circular No.10/2021 dated 23<sup>rd</sup> June, 2021 and General Circular No. 20/2021 dated 8<sup>th</sup> December, 2021, the Company has sent Postal Ballot Notice dated 3<sup>rd</sup> February, 2022 in electronic form only to those Members who have registered their email address with the Depositories and Registrar and Share Transfer Agent.

WE REPORT that the management of the Company is responsible to ensure the compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder including MCA Circulars as mentioned above relating to Postal Ballot through remote E- voting only, on the resolution contained in the Postal Ballot Notice. Our responsibility as a scrutinizer for Postal Ballot through remote e-voting only is restricted to presenting a Scrutinizer's report on the votes cast "in favour" or "against" the resolution stated above, based on the reports generated from the e-voting system provided by KFin Technologies Limited, the authorized agency engaged by the Company.

We REPORT that as stated in the notice sent to the Members, the Company had fixed 17<sup>th</sup> March, 2022 as the last date for E-Voting. As required under Rule 22 of the Companies (Management and Administration) Rules, 2014 an advertisement was published by the Company in "**BUSINESS LINE**" in 'English' on 15<sup>th</sup> February, 2022 and "**ANDHRA PRABHA**" in vernacular language 'Telugu' on 15<sup>th</sup> February, 2022 informing about the despatch of the Postal Ballot Notice and other related matters mentioned therein. Members exercised their voting rights through remote E-Voting during the period from **16<sup>th</sup> February, 2022 (9:00 a.m. IST) to 17<sup>th</sup> March, 2022 (5:00 p.m. IST)**.

All the votes exercised upto the closure of working hours (**5:00 p.m. IST**) on Thursday, 17<sup>th</sup> March, 2022, the last date fixed by the Company for receipt of E-Voting, were considered for our scrutiny.

WE REPORT that all the votes were scrutinized and processed and electronic record containing the Shareholders Name, Address, Folio/Client ID Number, number of Shares held, Number of Votes voted, Assented, Dissented and Rejected were generated.

We REPORT that out of **118695** Shareholders, we have received valid E-Voting from **794** Shareholders and the details of polling results are given below:







Receipt of Postal Ballot E-Voting	<b>16<sup>th</sup> February, 2022 (9:00 a.m. IST) to 17<sup>th</sup> March, 2022 (5:00 p.m. IST)</b>		
Total No. of Shareholders	<b>118695</b>		
Total No. of Shares	<b>293496409</b>		
<b>Particulars</b>	<b>As per Postal Ballot</b>	<b>As per E-Voting</b>	<b>Total</b>
Postal Ballot Forms Received	-	<b>794</b>	<b>794</b>
Less: Invalid Forms	-	<b>0</b>	<b>0</b>
<b>Net Valid Forms</b>	-	<b>794</b>	<b>794</b>

**Note: 14 Members abstained from postal ballot e-voting.**

**ITEM 1 - Appointment of Mr. Sudarshan Venu (DIN: 03601690) as an Independent Director of the Company. (Special Resolution)**

(i) Votes in **favour** of the resolution:

Number of members voted in E-Voting	Number of votes cast (Shares) -E-Voting	% of total number of valid votes cast
<b>744</b>	<b>239147469</b>	<b>99.9928</b>

(ii) Votes **against** the resolution:

Number of members voted in E-Voting	Number of votes cast (Shares) -E-Voting	% of total number of valid votes cast
<b>37</b>	<b>17225</b>	<b>0.0072</b>

(iii) **Invalid** Votes:

Number of members voted in E-Voting	Number of votes cast (Shares) -E-Voting
<b>NIL</b>	<b>NIL</b>

**RESULT:**

As the number of votes cast in favour of the resolution was not less than three times the number of votes cast against, we report that the **Special Resolution** under Sections 149, 150 and 152 of the Companies Act, 2013, with regard to Item 1 as set out in the Notice of Postal Ballot is passed in favour of the resolution with requisite majority.

We FURTHER REPORT that as per the notice of Postal Ballot dated 3<sup>rd</sup> February, 2022 approved by the Board of Directors on 3<sup>rd</sup> February, 2022. The results of the e-voting will be announced by the Chairman or any person authorised by him on or before Monday, March 21, 2022. The results of the voting along with the Scrutinizer's Report will be made available on the Company's website i.e. [www.coromandel.biz](http://www.coromandel.biz), the website of KFintech at <https://evoting.kfintech.com>, and







also communicated to BSE Limited ("BSE"), National Stock Exchange of India Limited ("NSE"), where the Company's equity shares are listed and be available on their respective websites, i.e., www.bseindia.com and www.nseindia.com. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR" and "AGAINST" for the resolution is enclosed.

WE FURTHER REPORT that as per Rule 22 of the Companies (Management and Administration) Rules, 2014, the Company has complied with all the provisions of the Rules. We further report that as per the said Rules, the records maintained by us such as the computer register (to record the consent or otherwise received from the shareholders, which includes all the particulars of the shareholders such as the name, address, folio number, number of shares held, number of shares voted and number of shares assented, number of shares dissented, number of shares abstained, number of shares rejected), are in our safe custody which will be handed over to the Company Secretary after the Chairman of the meeting considers, approves and signs the minutes of the meeting.

We thank you for the opportunity given to us to act as Scrutinizer for the above Postal Ballot E-Voting.

Thanking You

Yours faithfully,

**For R. SRIDHARAN & ASSOCIATES**  
**COMPANY SECRETARIES**

  
**CS R SRIDHARAN**  
**FCS No. 4775**  
**C P No. 3239**  
**UDIN: F004775C002992969**

Place: Chennai  
Encl.: a/a

