



RKL/SX/2024-25/66

August 08, 2024

|  |   |
|--|---|
| BSE Ltd.<br>Phiroze Jeejeebhoy Towers<br>Dalal Street<br>Mumbai – 400 001<br><br><b>Scrip Code: 532497</b> | National Stock Exchange of India Ltd.<br>Exchange Plaza, 5 <sup>th</sup> Floor<br>Plot no. C/1, G Block<br>Bandra-Kurla Complex, Bandra (E)<br>Mumbai – 400 051.<br><br><b>Symbol: RADICO</b> |
|--|---|

**Sub: Disclosure of Voting Result in respect of the 40<sup>th</sup> Annual General Meeting of the Company held on Wednesday, August 07, 2024**

Dear Sir / Madam,

The details of voting results in respect of the 40<sup>th</sup> Annual General Meeting of the Company held on Wednesday, August 07, 2024, at 12:30 P.M., at Rampur Distillery, Bareilly Road, Rampur – 244 901, Uttar Pradesh, concluded at 01:06 P.M, along with the 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 are enclosed herewith in the format prescribed under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We request you to take the same on record.

Thanking you,

Yours faithfully,

**For Radico Khaitan Limited**

**(Dinesh Kumar Gupta)**  
**Senior Vice President - Legal &**  
**Company Secretary**

**Encl: As above**

**Email Id: [investor@radico.co.in](mailto:investor@radico.co.in)**

**RADICO KHAITAN LIMITED**

Plot No. J-1, Block B-1, Mohan Co-op. Industrial area  
Mathura Road, New Delhi-110044

Ph: (91-11) 4097 5444/555 Fax: (91-11) 4167 8841-42

Registered Office: Rampur Distillery, Bareilly Road, Rampur-244901 (UP.)

Phones: 0595-2350601/2, 2351703 Fax: 0595-2350008

E-mail: [info@radico.co.in](mailto:info@radico.co.in), website: [www.radicokhaitan.com](http://www.radicokhaitan.com)

CIN No.: L26941UP1983PLC027278

## General information about company

|   |                        |
|---|------------------------|
| Scrip code  | 532497                 |
| NSE Symbol  | RADICO                 |
| MSEI Symbol   | NA                     |
| ISIN  | INE944F01028           |
| Name of the company   | RADICO KHAITAN LIMITED |
| Type of meeting   | AGM                    |
| Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot) | 07-08-2024             |
| Start time of the meeting   | 12:30 PM               |
| End time of the meeting   | 01:06 PM               |

### Scrutinizer Details

|   |               |
|---|---------------|
| Name of the Scrutinizer                   | Tanuj Vohra   |
| Firms Name                                | TVA & Co. LLP |
| Qualification                             | CS            |
| Membership Number                         | F5621         |
| Date of Board Meeting in which appointed  | 14-05-2024    |
| Date of Issuance of Report to the company | 07-08-2024    |

| Voting results  |            |
|---|------------|
| Record date   | 31-07-2024 |
| Total number of shareholders on record date   | 121549     |
| <b>No. of shareholders present in the meeting either in person or through proxy</b> |            |
| a) Promoters and Promoter group   | 11         |
| b) Public   | 55         |
| <b>No. of shareholders attended the meeting through video conferencing</b>          |            |
| a) Promoters and Promoter group   |            |
| b) Public   |            |
| <b>No. of resolution passed in the meeting</b>                                      | <b>6</b>   |

| Resolution (1)   |                               |                    |                     |  |                          |                        |                                      |                                    |
|--|-------------------------------|--------------------|---------------------|--|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special)                                |                               |                    |                     | Ordinary   |                          |                        |                                      |                                    |
| Whether promoter/promoter group are interested in the agenda/resolution? |                               |                    |                     | No   |                          |                        |                                      |                                    |
| Description of resolution considered                                     |                               |                    |                     | To receive, consider and adopt the audited standalone and consolidated financial statements of the Company for the Financial Year ended March 31, 2024 together with the reports of the Board of Directors and Auditors thereon. |                          |                        |                                      |                                    |
| 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                      | 53829818           | 53829818            | 100.0000   | 53829818                 | 0                      | 100.0000                             | 0.0000                             |
|  | Poll                          |                    | 0                   | 0.0000   | 0                        | 0                      | 0                                    | 0                                  |
|  | Postal Ballot (if applicable) |                    | 0                   | 0.0000   | 0                        | 0                      | 0                                    | 0                                  |
|  | <b>Total</b>                  |                    | <b>53829818</b>     | <b>53829818</b>  | <b>100.0000</b>          | <b>53829818</b>        | <b>0</b>                             | <b>100.0000</b>                    |
| Public- Institutions   | E-Voting                      | 57781691           | 42987413            | 74.3963  | 42987413                 | 0                      | 100.0000                             | 0.0000                             |
|  | Poll                          |                    | 0                   | 0.0000   | 0                        | 0                      | 0                                    | 0                                  |
|  | Postal Ballot (if applicable) |                    | 0                   | 0.0000   | 0                        | 0                      | 0                                    | 0                                  |
|  | <b>Total</b>                  |                    | <b>57781691</b>     | <b>42987413</b>  | <b>74.3963</b>           | <b>42987413</b>        | <b>0</b>                             | <b>100.0000</b>                    |
| Public- Non Institutions   | E-Voting                      | 22151397           | 28688               | 0.1295   | 28555                    | 133                    | 99.5364                              | 0.4636                             |
|  | Poll                          |                    | 585474              | 2.6431   | 585474                   | 0                      | 100.0000                             | 0.0000                             |
|  | Postal Ballot (if applicable) |                    | 0                   | 0.0000   | 0                        | 0                      | 0                                    | 0                                  |
|  | <b>Total</b>                  |                    | <b>22151397</b>     | <b>614162</b>  | <b>2.7726</b>            | <b>614029</b>          | <b>133</b>                           | <b>99.9783</b>                     |
| <b>Total</b>   |                               | <b>133762906</b>   | <b>97431393</b>     | <b>72.8389</b>   | <b>97431260</b>          | <b>133</b>             | <b>99.9999</b>                       | <b>0.0001</b>                      |
| <b>Whether resolution is Pass or Not.</b>                                |                               |                    |                     |  |                          |                        | Yes                                  |                                    |
| Disclosure of notes on resolution  |                               |                    |                     |  |                          |                        | <a href="#">Add Notes</a>            |                                    |

\* this fields are optional

| Details of Invalid Votes    |              |
|-----------------------------|--------------|
| Category                    | No. of Votes |
| Promoter and Promoter Group |              |
| Public Insitutions          |              |
| Public - Non Insitutions    | 900          |

| Resolution (2)   |                               |                    |                     |   |                          |  |                                      |                                    |
|--|-------------------------------|--------------------|---------------------|---|--------------------------|--|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special)                                |                               |                    |                     | Ordinary  |                          |  |                                      |                                    |
| Whether promoter/promoter group are interested in the agenda/resolution? |                               |                    |                     | No  |                          |  |                                      |                                    |
| Description of resolution considered                                     |                               |                    |                     | To declare a final dividend on Equity Shares of the Company for the financial year ended March 31, 2024 |                          |  |                                      |                                    |
| 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                      | 53829818           | 53829818            | 100.0000  | 53829818                 | 0  | 100.0000                             | 0.0000                             |
|  | Poll                          |                    | 0                   | 0.0000  | 0                        | 0  | 0                                    | 0                                  |
|  | Postal Ballot (if applicable) |                    | 0                   | 0.0000  | 0                        | 0  | 0                                    | 0                                  |
|  | <b>Total</b>                  | 53829818           | 53829818            | 100.0000  | 53829818                 | 0  | 100.0000                             | 0.0000                             |
| Public-Institutions  | E-Voting                      | 57781691           | 43002403            | 74.4222   | 43002403                 | 0  | 100.0000                             | 0.0000                             |
|  | Poll                          |                    | 0                   | 0.0000  | 0                        | 0  | 0                                    | 0                                  |
|  | Postal Ballot (if applicable) |                    | 0                   | 0.0000  | 0                        | 0  | 0                                    | 0                                  |
|  | <b>Total</b>                  | 57781691           | 43002403            | 74.4222   | 43002403                 | 0  | 100.0000                             | 0.0000                             |
| Public- Non Institutions   | E-Voting                      | 22151397           | 28698               | 0.1296  | 28566                    | 132                                      | 99.5400                              | 0.4600                             |
|  | Poll                          |                    | 585474              | 2.6431  | 585474                   | 0  | 100.0000                             | 0.0000                             |
|  | Postal Ballot (if applicable) |                    | 0                   | 0.0000  | 0                        | 0  | 0                                    | 0                                  |
|  | <b>Total</b>                  | 22151397           | 614172              | 2.7726  | 614040                   | 132                                      | 99.9785                              | 0.0215                             |
| <b>Total</b>   |                               | 133762906          | 97446393            | 72.8501   | 97446261                 | 132                                      | 99.9999                              | 0.0001                             |
| <b>Whether resolution is Pass or Not.</b>                                |                               |                    |                     |   |                          | Yes                                      |                                      |                                    |
| Disclosure of notes on resolution  |                               |                    |                     |   |                          | <input type="button" value="Add Notes"/> |                                      |                                    |

\* this fields are optional

| Details of Invalid Votes    |              |
|-----------------------------|--------------|
| Category                    | No. of Votes |
| Promoter and Promoter Group |              |
| Public Insitutions          |              |
| Public - Non Insitutions    | 900          |

| Resolution (3)   |                               |                    |                     |   |                          |                        |  |                                    |
|--|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--|------------------------------------|
| Resolution required: (Ordinary / Special)                                |                               |                    |                     | Ordinary  |                          |                        |  |                                    |
| Whether promoter/promoter group are interested in the agenda/resolution? |                               |                    |                     | Yes   |                          |                        |  |                                    |
| Description of resolution considered                                     |                               |                    |                     | To re-appoint Mr. Abhishek Khaitan, who retires by rotation as a Director as a Director and being eligible, offers himself for re-appointment |                          |                        |  |                                    |
| 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                      | 53829818           | 53829818            | 100.0000  | 53829818                 | 0                      | 100.0000                                 | 0.0000                             |
|  | Poll                          |                    | 0                   | 0.0000  | 0                        | 0                      | 0  | 0                                  |
|  | Postal Ballot (if applicable) |                    | 0                   | 0.0000  | 0                        | 0                      | 0  | 0                                  |
|  | <b>Total</b>                  |                    | 53829818            | 53829818  | 100.0000                 | 53829818               | 0  | 100.0000                           |
| Public-Institutions  | E-Voting                      | 57781691           | 42987413            | 74.3963   | 41660141                 | 1327272                | 96.9124                                  | 3.0876                             |
|  | Poll                          |                    | 0                   | 0.0000  | 0                        | 0                      | 0  | 0                                  |
|  | Postal Ballot (if applicable) |                    | 0                   | 0.0000  | 0                        | 0                      | 0  | 0                                  |
|  | <b>Total</b>                  |                    | 57781691            | 42987413  | 74.3963                  | 41660141               | 1327272                                  | 96.9124                            |
| Public- Non Institutions   | E-Voting                      | 22151397           | 28688               | 0.1295  | 21976                    | 6712                   | 76.6035                                  | 23.3965                            |
|  | Poll                          |                    | 585474              | 2.6431  | 585474                   | 0                      | 100.0000                                 | 0.0000                             |
|  | Postal Ballot (if applicable) |                    | 0                   | 0.0000  | 0                        | 0                      | 0  | 0                                  |
|  | <b>Total</b>                  |                    | 22151397            | 614162  | 2.7726                   | 607450                 | 6712                                     | 98.9071                            |
| <b>Total</b>   |                               | 133762906          | 97431393            | 72.8389   | 96097409                 | 1333984                | 98.6308                                  | 1.3692                             |
| <b>Whether resolution is Pass or Not.</b>                                |                               |                    |                     |   |                          |                        | Yes                                      |                                    |
| Disclosure of notes on resolution  |                               |                    |                     |   |                          |                        | <input type="button" value="Add Notes"/> |                                    |

\* this fields are optional

| Details of Invalid Votes    |              |
|-----------------------------|--------------|
| Category                    | No. of Votes |
| Promoter and Promoter Group |              |
| Public Insitutions          |              |
| Public - Non Insitutions    | 900          |

| Resolution (4)   |                               |                    |                     |   |                          |                        |  |                                    |
|--|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--|------------------------------------|
| Resolution required: (Ordinary / Special)                                |                               |                    |                     | Special   |                          |                        |  |                                    |
| Whether promoter/promoter group are interested in the agenda/resolution? |                               |                    |                     | No  |                          |                        |  |                                    |
| Description of resolution considered                                     |                               |                    |                     | To appoint Mr. Pushp Jain as an Independent Director for a term of five consecutive years effective from May 30, 2024 |                          |                        |  |                                    |
| 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                      | 53829818           | 53829818            | 100.0000  | 53829818                 | 0                      | 100.0000                                 | 0.0000                             |
|  | Poll                          |                    | 0                   | 0.0000  | 0                        | 0                      | 0  | 0                                  |
|  | Postal Ballot (if applicable) |                    | 0                   | 0.0000  | 0                        | 0                      | 0  | 0                                  |
|  | <b>Total</b>                  | 53829818           | 53829818            | 100.0000  | 53829818                 | 0                      | 100.0000                                 | 0.0000                             |
| Public- Institutions   | E-Voting                      | 57781691           | 42987413            | 74.3963   | 42986403                 | 1010                   | 99.9977                                  | 0.0023                             |
|  | Poll                          |                    | 0                   | 0.0000  | 0                        | 0                      | 0  | 0                                  |
|  | Postal Ballot (if applicable) |                    | 0                   | 0.0000  | 0                        | 0                      | 0  | 0                                  |
|  | <b>Total</b>                  | 57781691           | 42987413            | 74.3963   | 42986403                 | 1010                   | 99.9977                                  | 0.0023                             |
| Public- Non Institutions   | E-Voting                      | 22151397           | 28688               | 0.1295  | 21445                    | 7243                   | 74.7525                                  | 25.2475                            |
|  | Poll                          |                    | 585474              | 2.6431  | 585474                   | 0                      | 100.0000                                 | 0.0000                             |
|  | Postal Ballot (if applicable) |                    | 0                   | 0.0000  | 0                        | 0                      | 0  | 0                                  |
|  | <b>Total</b>                  | 22151397           | 614162              | 2.7726  | 606919                   | 7243                   | 98.8207                                  | 1.1793                             |
| <b>Total</b>   |                               | 133762906          | 97431393            | 72.8389   | 97423140                 | 8253                   | 99.9915                                  | 0.0085                             |
| Whether resolution is Pass or Not.                                       |                               |                    |                     |   |                          |                        | Yes                                      |                                    |
| Disclosure of notes on resolution  |                               |                    |                     |   |                          |                        | <input type="button" value="Add Notes"/> |                                    |

\* this fields are optional

| Details of Invalid Votes    |              |
|-----------------------------|--------------|
| Category                    | No. of Votes |
| Promoter and Promoter Group |              |
| Public Insitutions          |              |
| Public - Non Insitutions    | 900          |



| Resolution (5)   |                               |                    |                     |   |                          |                        |  |                                    |
|--|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--|------------------------------------|
| Resolution required: (Ordinary / Special)                                |                               |                    |                     | Special   |                          |                        |  |                                    |
| Whether promoter/promoter group are interested in the agenda/resolution? |                               |                    |                     | No  |                          |                        |  |                                    |
| Description of resolution considered                                     |                               |                    |                     | To appoint Mr. Amar Singh as Whole-time Director for a term of five years effective from July 02, 2024 and to approve his remuneration. |                          |                        |  |                                    |
| 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                      | 53829818           | 53829818            | 100.0000  | 53829818                 | 0                      | 100.0000                                 | 0.0000                             |
|  | Poll                          |                    | 0                   | 0.0000  | 0                        | 0                      | 0  | 0                                  |
|  | Postal Ballot (if applicable) |                    | 0                   | 0.0000  | 0                        | 0                      | 0  | 0                                  |
|  | <b>Total</b>                  |                    | 53829818            | 53829818  | 100.0000                 | 53829818               | 0  | 100.0000                           |
| Public-Institutions  | E-Voting                      | 57781691           | 42987413            | 74.3963   | 37358290                 | 5629123                | 86.9052                                  | 13.0948                            |
|  | Poll                          |                    | 0                   | 0.0000  | 0                        | 0                      | 0  | 0                                  |
|  | Postal Ballot (if applicable) |                    | 0                   | 0.0000  | 0                        | 0                      | 0  | 0                                  |
|  | <b>Total</b>                  |                    | 57781691            | 42987413  | 74.3963                  | 37358290               | 5629123                                  | 86.9052                            |
| Public- Non Institutions   | E-Voting                      | 22151397           | 28688               | 0.1295  | 21453                    | 7235                   | 74.7804                                  | 25.2196                            |
|  | Poll                          |                    | 585474              | 2.6431  | 585474                   | 0                      | 100.0000                                 | 0.0000                             |
|  | Postal Ballot (if applicable) |                    | 0                   | 0.0000  | 0                        | 0                      | 0  | 0                                  |
|  | <b>Total</b>                  |                    | 22151397            | 614162  | 2.7726                   | 606927                 | 7235                                     | 98.8220                            |
| <b>Total</b>   |                               | 133762906          | 97431393            | 72.8389   | 91795035                 | 5636358                | 94.2150                                  | 5.7850                             |
| Whether resolution is Pass or Not.                                       |                               |                    |                     |   |                          |                        | Yes                                      |                                    |
| Disclosure of notes on resolution  |                               |                    |                     |   |                          |                        | <input type="button" value="Add Notes"/> |                                    |

\* this fields are optional

| Details of Invalid Votes    |              |
|-----------------------------|--------------|
| Category                    | No. of Votes |
| Promoter and Promoter Group |              |
| Public Insitutions          |              |
| Public - Non Insitutions    | 900          |

| Resolution (6)   |                               |                    |                     |  |                          |  |                                      |                                    |
|--|-------------------------------|--------------------|---------------------|--|--------------------------|--|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special)                                |                               |                    |                     | Ordinary   |                          |  |                                      |                                    |
| Whether promoter/promoter group are interested in the agenda/resolution? |                               |                    |                     | No   |                          |  |                                      |                                    |
| Description of resolution considered                                     |                               |                    |                     | To ratify the remuneration payable to Mr. R.Krishnan, Cost Auditor of the Company for the financial year 2024-25 |                          |  |                                      |                                    |
| 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                      | 53829818           | 53829818            | 100.0000   | 53829818                 | 0  | 100.0000                             | 0.0000                             |
|  | Poll                          |                    | 0                   | 0.0000   | 0                        | 0  | 0                                    | 0                                  |
|  | Postal Ballot (if applicable) |                    | 0                   | 0.0000   | 0                        | 0  | 0                                    | 0                                  |
|  | <b>Total</b>                  |                    | 53829818            | 53829818   | 100.0000                 | 53829818                                 | 0                                    | 100.0000                           |
| Public-Institutions  | E-Voting                      | 57781691           | 42987413            | 74.3963  | 42987413                 | 0  | 100.0000                             | 0.0000                             |
|  | Poll                          |                    | 0                   | 0.0000   | 0                        | 0  | 0                                    | 0                                  |
|  | Postal Ballot (if applicable) |                    | 0                   | 0.0000   | 0                        | 0  | 0                                    | 0                                  |
|  | <b>Total</b>                  |                    | 57781691            | 42987413   | 74.3963                  | 42987413                                 | 0                                    | 100.0000                           |
| Public- Non Institutions   | E-Voting                      | 22151397           | 28688               | 0.1295   | 26469                    | 2219                                     | 92.2651                              | 7.7349                             |
|  | Poll                          |                    | 585474              | 2.6431   | 585474                   | 0  | 100.0000                             | 0.0000                             |
|  | Postal Ballot (if applicable) |                    | 0                   | 0.0000   | 0                        | 0  | 0                                    | 0                                  |
|  | <b>Total</b>                  |                    | 22151397            | 614162   | 2.7726                   | 611943                                   | 2219                                 | 99.6387                            |
| <b>Total</b>   |                               | 133762906          | 97431393            | 72.8389  | 97429174                 | 2219                                     | 99.9977                              | 0.0023                             |
| <b>Whether resolution is Pass or Not.</b>                                |                               |                    |                     |  |                          | Yes                                      |                                      |                                    |
| Disclosure of notes on resolution  |                               |                    |                     |  |                          | <input type="button" value="Add Notes"/> |                                      |                                    |

\* this fields are optional

| Details of Invalid Votes    |              |
|-----------------------------|--------------|
| Category                    | No. of Votes |
| Promoter and Promoter Group |              |
| Public Insitutions          |              |
| Public - Non Insitutions    | 900          |

**CONSOLIDATED REPORT OF SCRUTINIZER**

**FOR VOTING THROUGH REMOTE E-VOTING AND BALLOT PAPERS**

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014]

To

The Chairman

Radico Khaitan Limited

CIN: L26941UP1983PLC027278

Rampur Distillery, Bareilly Road, Rampur-244901

Uttar Pradesh

Dear Sir,

I, Tanuj Vohra, Company Secretary in Whole Time Practice and Partner at M/s TVA & Co. LLP, Company Secretaries, having its Registered Office at N-145A, Ground Floor, Greater Kailash-1, Delhi-110048, have been appointed as a Scrutinizer by the Board of Directors of Radico Khaitan Limited ("the Company") for the purpose of scrutinizing the process of remote e-voting and voting through ballot papers pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 at the 40<sup>th</sup> Annual General Meeting ("the AGM") of the equity shareholders of the Company held on Wednesday, August 07, 2024 at 12:30 P.M. (IST) at Rampur Distillery, Bareilly Road, Rampur-244901, Uttar Pradesh, in a fair and transparent manner in respect to the below mentioned resolutions, submit my report as under:

1. The notice dated May 14, 2024 convening the AGM along with the statement pursuant to section 102 of the Companies Act, 2013, setting out the material facts and disclosures as required to be stated under Rule 20(4)(iii) and 20(4)(iv) of the Companies (Management and Administration) Rules, 2014, was duly sent to the shareholders in respect to the below mentioned resolutions passed at the AGM.
2. Notice convening the AGM is also published on the Company's website at [www.radicokhaitan.com](http://www.radicokhaitan.com), websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively.
3. The Company has issued a public notice by way of advertisement on July 16, 2024 in "Financial Express" an English language newspaper and "Hindustan" a Hindi language newspaper pursuant to the provisions of Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014.
4. The Company has availed the e-voting facility offered by KFin Technologies Limited for conducting remote e-voting by the equity shareholders of the Company.



5. In accordance with the notice sent to the equity shareholders of the Company and the advertisement published, remote e-voting commenced on Saturday, August 03, 2024 at 9:00 A.M. (IST) and ended on Tuesday, August 06, 2024 at 5:00 P.M. (IST).
6. The equity shareholders of the Company holding shares as on Wednesday, July 31, 2024 "cut off date" were entitled to vote on the resolutions as set out in the notice of the AGM.
7. The details of equity shareholders who have casted votes through remote e-voting, were downloaded from the e-voting website of KFin Technologies Limited (<https://evoting.kfintech.com>) in order to ensure that such members did not vote again at the AGM.
8. The locked ballot box was opened and the votes casted through remote e-voting were unblocked in the presence of two witnesses, Ms. Heena and Ms. Nishtha Sachdeva who were not in the employment of the Company and who have signed below as witness to the unblocking of the votes.
9. No poll/ballot paper was found incomplete and/or otherwise defective.
10. The Consolidated Results of remote e-voting and voting through Ballot Papers pursuant to the provisions of Section 108 of the Companies Act, 2013 read with amended Rule 20 of the Companies (Management and Administration) Rules, 2014 is as under:

(a) **Resolution-1: Ordinary Resolution**

To receive, consider and adopt the audited standalone and consolidated financial statements of the Company for the financial year ended March 31, 2024, together with the reports of the Board of Directors and Auditors thereon

**Valid Votes**

| Particulars    | Number of Members casted votes |      |       | Number of votes casted |        |          | (%)      |
|----------------|--------------------------------|------|-------|------------------------|--------|----------|----------|
|                | E-voting                       | Poll | Total | E-voting               | Poll   | Total    |          |
| <b>Assent</b>  | 416                            | 38   | 454   | 96845786               | 585474 | 97431260 | 99.9999  |
| <b>Dissent</b> | 6                              | 0    | 6     | 133                    | 0      | 133      | 0.0001   |
| <b>Total</b>   | 422                            | 38   | 460   | 96845919               | 585474 | 97431393 | 100.0000 |

**Invalid/Abstained votes**

| Invalid/Abstained | Total Number of members whose votes were declared invalid/ Abstained | Total number of votes |
|-------------------|--|-----------------------|
| Invalid           | 0  | 0                     |
| Abstained         | 9  | 16090                 |
| <b>Total</b>      | 9  | 16090                 |

Based on the above, the Resolution has been passed with requisite majority.



(b) Resolution-2: Ordinary Resolution

To declare a final dividend on equity shares of the Company for the financial year ended March 31, 2024

Valid Votes

| Particulars | Number of Members casted votes |      |       | Number of votes casted |        |          | (%)      |
|-------------|--------------------------------|------|-------|------------------------|--------|----------|----------|
|             | E-voting                       | Poll | Total | E-voting               | Poll   | Total    |          |
| Assent      | 418                            | 38   | 456   | 96860787               | 585474 | 97446261 | 99.9999  |
| Dissent     | 6                              | 0    | 6     | 132                    | 0      | 132      | 0.0001   |
| Total       | 424                            | 38   | 462   | 96860919               | 585474 | 97446393 | 100.0000 |

Invalid/Abstained votes

| Invalid/Abstained | Total Number of members whose votes were declared invalid/ Abstained | Total number of votes |
|-------------------|--|-----------------------|
| Invalid           | 0  | 0                     |
| Abstained         | 7  | 1090                  |
| Total             | 7  | 1090                  |

Based on the above, the Resolution has been passed with requisite majority

(c) Resolution-3: Ordinary Resolution

To re-appoint Mr. Abhishek Khaitan, who retires by rotation as a Director, and, being eligible, offers himself for re-appointment

Valid Votes

| Particulars | Number of Members casted votes |      |       | Number of votes casted |        |          | (%)      |
|-------------|--------------------------------|------|-------|------------------------|--------|----------|----------|
|             | E-voting                       | Poll | Total | E-voting               | Poll   | Total    |          |
| Assent      | 389                            | 38   | 427   | 95511935               | 585474 | 96097409 | 98.6308  |
| Dissent     | 37                             | 0    | 37    | 1333984                | 0      | 1333984  | 1.3692   |
| Total       | 426                            | 38   | 464   | 96845919               | 585474 | 97431393 | 100.0000 |

Invalid/Abstained votes

| Invalid/Abstained | Total Number of members whose votes were declared invalid/ Abstained | Total number of votes |
|-------------------|--|-----------------------|
| Invalid           | 0  | 0                     |
| Abstained         | 9  | 16090                 |
| Total             | 9  | 16090                 |

Based on the above, the Resolution has been passed with requisite majority.



(d) Resolution-4: Special Resolution

To appoint Mr. Pushp Jain as Non-executive Independent Director for a term of five consecutive years

Valid Votes

| Particulars | Number of Members casted votes |      |       | Number of votes casted |        |          | (%)      |
|-------------|--------------------------------|------|-------|------------------------|--------|----------|----------|
|             | E-voting                       | Poll | Total | E-voting               | Poll   | Total    |          |
| Assent      | 408                            | 38   | 446   | 96837666               | 585474 | 97423140 | 99.9915  |
| Dissent     | 14                             | 0    | 14    | 8253                   | 0      | 8253     | 0.0085   |
| Total       | 422                            | 38   | 460   | 96845919               | 585474 | 97431393 | 100.0000 |

Invalid/Abstained votes

| Invalid/Abstained | Total Number of members whose votes were declared invalid/ Abstained | Total number of votes |
|-------------------|--|-----------------------|
| Invalid           | 0  | 0                     |
| Abstained         | 9  | 16090                 |
| Total             | 9  | 16090                 |

Based on the above, the Resolution has been passed with requisite majority.

(e) Resolution-5: Special Resolution

To appoint Mr. Amar Singh as a Whole-time Director for a term of five years and to approve his remuneration

Valid Votes

| Particulars | Number of Members casted votes |      |       | Number of votes casted |        |          | (%)      |
|-------------|--------------------------------|------|-------|------------------------|--------|----------|----------|
|             | E-voting                       | Poll | Total | E-voting               | Poll   | Total    |          |
| Assent      | 336                            | 38   | 374   | 91209561               | 585474 | 91795035 | 94.2150  |
| Dissent     | 90                             | 0    | 90    | 5636358                | 0      | 5636358  | 5.7850   |
| Total       | 426                            | 38   | 464   | 96845919               | 585474 | 97431393 | 100.0000 |

Invalid/Abstained votes

| Invalid/Abstained | Total Number of members whose votes were declared invalid/ Abstained | Total number of votes |
|-------------------|--|-----------------------|
| Invalid           | 0  | 0                     |
| Abstained         | 9  | 16090                 |
| Total             | 9  | 16090                 |

Based on the above, the Resolution has been passed with requisite majority.



(f) Resolution-6: Special Resolution

To ratify the remuneration of Cost Auditors for the financial year 2024-25

Valid Votes

| Particulars | Number of Members casted votes |      |       | Number of votes casted |        |          | Total (%) |
|-------------|--------------------------------|------|-------|------------------------|--------|----------|-----------|
|             | E-voting                       | Poll | Total | E-voting               | Poll   | Total    |           |
| Assent      | 409                            | 38   | 447   | 96843700               | 585474 | 97429174 | 99.9977   |
| Dissent     | 13                             | 0    | 13    | 2219                   | 0      | 2219     | 0.0023    |
| Total       | 422                            | 38   | 460   | 96845919               | 585474 | 97431393 | 100.0000  |

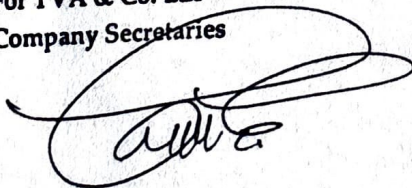
Invalid/Abstained votes

| Invalid/Abstained | Total Number of members whose votes were declared invalid/ Abstained | Total number of votes |
|-------------------|--|-----------------------|
| Invalid           | 0  | 0                     |
| Abstained         | 9  | 16090                 |
| Total             | 9  | 16090                 |

Based on the above, the Resolution has been passed with requisite majority.

11. Registers, Ballot papers and all other relevant records relating to remote e-voting and voting through ballot papers shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the AGM and the same shall be handed over thereafter to the Company Secretary of the Company for safe keeping.

Thanking you  
For TVA & Co. LLP  
Company Secretaries



Tanuj Vohra  
Partner  
M. No.: F5621, CP No. 5253  
UDIN: F005621F000922988  
PR No- 708/2020

Rampur, Uttar Pradesh, August 07, 2024

Countersigned by  
For Radico Khaitan Limited



**Dinesh Kumar Gupta**  
Sr. Vice President - Legal & Company Secretary  
Membership No.: FCS 9191  
Address: Plot No. J-1, Block B-1,  
Mohan Co-operative Industrial Area  
Mathura Road, New Delhi - 110044

Rampur, Uttar Pradesh, August 07, 2024

We, the undersigned witnesses that the ballot box was opened and votes casted through remote e-voting were unblocked from the e-voting website of KFin Technologies Limited in our presence at 01:35 P.M. on August 07, 2024.



**Heena**  
Sector 15, Noida- 201301, Uttar Pradesh

Rampur, Uttar Pradesh, August 7, 2024



**Nishtha Sachdeva**  
Keshav Puram, Delhi-110035

Rampur, Uttar Pradesh, August 7, 2024

