

September 28, 2021

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

The National Stock Exchange
of India Ltd
Exchange Plaza, C-1,
Block – G,
Bandra Kurla Complex
Bandra (East)
Mumbai - 400 051

The Calcutta Stock Exchange
Limited
7, Lyons Range
Kolkata - 700001

Subject : **PROCEEDINGS OF THE ANNUAL GENERAL MEETING HELD ON
SEPTEMBER 28, 2021 AND SCRUTINISER'S REPORT**

Dear Sirs,

In accordance with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), we write to inform you that the 86th Annual General Meeting (AGM) of the Members of the Company was held on September 28, 2021 at 11.00 a.m. through Video Conferencing (VC)/Other Audio Visual Means, (OAVM).

In terms of the Notice of the said AGM, setting out the business to be transacted thereat, all the Resolutions from Item No. 1 to 8 of the Notice of the AGM, have been duly passed and approved by the Members as follows :

Item No.	Resolution	Ordinary/ Special	Result
Ordinary Business			
1.	Adoption of the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2021, and the Reports of the Directors and Auditors thereon; and the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021 and the Report of the Auditors thereon.	Ordinary	Passed by requisite majority
2.	Appointment of a Director in place of Mr. Suvamoy Saha (DIN: 00112375) who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	Passed by requisite majority
Special Business			
3.	Appointment of Mr. Sourav Bhagat (DIN: 09040237) as an Independent Director of the Company, not liable to retire by rotation to hold office for a period of five consecutive years effective January 28, 2021.	Ordinary	Passed by requisite majority



EVEREADY **INDUSTRIES INDIA LTD.**

1, MIDDLETON STREET, KOLKATA - 700 071

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4.	Appointment of Mr. Utsav Parekh (DIN: 00027642) as a Non-Executive Director of the Company, liable to retire by rotation with effect from January 28, 2021.	Ordinary	Passed by requisite majority
5.	Appointment of Mr. Sunil Sikka (DIN: 08063385) as an Independent Director of the Company, not liable to retire by rotation to hold office for a period of five consecutive years effective April 21, 2021.	Ordinary	Passed by requisite majority
6.	Appointment of Mr. Girish Mehta (DIN: 00048002) as a Non-Executive Director of the Company, liable to retire by rotation with effect from April 21, 2021.	Ordinary	Passed by requisite majority
7.	Appointment of Mr. Suvamoy Saha (DIN: 00112375) as Joint Managing Director of the Company for a period of two years effective August 10, 2021 and remuneration thereof.	Ordinary	Passed by requisite majority
8.	Ratification of Remuneration to the Cost Auditor	Ordinary	Passed by requisite majority

The voting on all the above Resolutions was conducted by way of voting through electronic means from a place other than the venue of the Meeting (remote e-Voting) and also by way of e-Voting system provided during the AGM to enable the Members attending the AGM through VC/OAVM, who had not already cast their vote by remote e-voting, to exercise their voting right during the AGM.

We enclose herewith the Scrutinizer's Report for the remote e-Voting and e-Voting during the AGM, exercised by the Members in respect of the business transacted at the 86th AGM of the Members of the Company.

Kindly take the above on record.

Very truly yours,
EVEREADY INDUSTRIES INDIA LTD.



(T. PUNWANI)

VICE PRESIDENT – LEGAL
& COMPANY SECRETARY

Encl : As Above.

A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practising Company Secretary



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Company Secretaries

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CONSOLIDATED SCRUTINIZER'S REPORT

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

**The Chairman
of the 86th Annual General Meeting of
Eveready Industries India Limited
1, Middleton Street
Kolkata - 700 071**

Dear Sir,

I, Atul Kumar Labh, Practising Company Secretary (FCS – 4848 / CP - 3238) and proprietor of M/s. A. K. Labh & Co., Company Secretaries, Kolkata was appointed as the scrutinizer in connection with the 86th Annual General Meeting (“AGM”) of the members of “*Eveready Industries India Limited*” (“Company”) held on Tuesday, the 28th day of September, 2021 at 11:00 A.M. IST through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) in terms of MCA Circular No. 02/2021 dated 13th January, 2021 read with earlier MCA Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020 and 20/2020 dated 5th May, 2020 (collectively referred as “MCA Circulars”) for the purpose of scrutinizing the electronic voting (“e-voting”) process through remote e-voting and e-voting at the AGM in a fair and transparent manner and ascertaining the requisite majority for the said voting as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions referred to in this report.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, MCA Circulars and the Rules relating to remote e-voting and e-voting at the AGM on the resolutions contained in the Notice of the AGM dated the 10th day of August, 2021. My responsibility as a scrutinizer for remote e-voting and e-voting at the AGM is restricted to make a Scrutinizer's Report of the votes cast “in favour” or “against” the resolutions, based on the reports generated from the e-voting system of National Securities Depository Limited (“NSDL”), the agency engaged by the Company to provide the facilities for both remote e-voting and e-voting at the AGM.



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I submit my report as under :

1. The remote e-voting period remained open from 10:00 A.M. IST on Saturday, the 25th day of September, 2021 up to 5:00 P.M. IST on Monday, the 27th day of September, 2021.
2. The shareholders holding shares as on the "cut off" date, i.e. the 21st day of September, 2021 were entitled to vote on the proposed 8 (Eight) resolutions as mentioned in the Notice of the AGM dated the 10th day of August, 2021.
3. The Company had also provided e-voting facility at the AGM to enable the shareholders attending the AGM through VC / OAVM to cast the votes in case the same had not been cast by them through remote e-voting.
4. The votes were unblocked on Tuesday, the 28th day of September, 2021 around 12:40 P.M. IST after the completion of the AGM in the presence of two witnesses, namely, Mr. Narayan Chandra Saha, residing at 108, Sarat Chatterjee Road, Howrah – 711102 and Mrs. Anushree Dasgupta, residing at 28/N, Dwijen Mukherjee Road, Behala, Kolkata – 700060, who are not in employment of the Company.
5. The e-voting data/results downloaded from the e-voting system of NSDL were scrutinized and reviewed, the votes were counted, and the results were prepared.
6. The combined result of the remote e-voting and e-voting at the AGM [EVEN : 117248] are as under:



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<A> ORDINARY BUSINESS:

a) Resolution 1

Adoption of the audited standalone financial statements of the Company for the financial year ended March 31, 2021, and the Reports of the Directors and the Auditors thereon and the audited consolidated financial statements of the Company for the financial year ended March 31, 2021 and the Report of the Auditors thereon

(i) *Voted in favour of the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	213	15331302	
E-voting at AGM	2	6002	
Total	215	15337304	99.8908%

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	23	16767	
E-voting at AGM	0	0	
Total	23	16767	0.1092%

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
2	1065053



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b) Resolution 2

Appointment of a Director in place of Mr. Suvamoy Saha (DIN: 00112375) who retires by rotation and being eligible, offers himself for reappointment

(i) *Voted in favour of the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	209	15342772	
E-voting at AGM	2	6002	
Total	211	15348774	99.9665%

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	25	5147	
E-voting at AGM	0	0	
Total	25	5147	0.0335%

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
2	1065053



** SPECIAL BUSINESS:****c) Resolution 3 : Ordinary Resolution**

Appointment of Mr. Sourav Bhagat (DIN: 09040237), as an Independent Director of the Company, not liable to retire by rotation, to hold office for a period of five consecutive years effective January 28, 2021

(i) *Voted in favour of the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	208	15342671	
E-voting at AGM	2	6002	
Total	210	15348673	99.9658%

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	26	5248	
E-voting at AGM	0	0	
Total	26	5248	0.0342%

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
2	1065053



**d) Resolution 4 : Ordinary Resolution**

Appointment of Mr. Utsav Parekh (DIN: 00027642), as a Non -Executive Director of the Company, liable to retire by rotation, effective January 28, 2021

(i) *Voted in favour of the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	210	15343100	
E-voting at AGM	2	6002	
Total	212	15349102	99.9680%

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	25	4919	
E-voting at AGM	0	0	
Total	25	4919	0.0320%

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
2	1065053



**e) Resolution 5 : Ordinary Resolution**

Appointment of Mr. Sunil Sikka (DIN: 08063385), as an Independent Director of the Company, not liable to retire by rotation, to hold office for a period of five consecutive years effective April 21, 2021

(i) *Voted in favour of the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	210	15343100	
E-voting at AGM	2	6002	
Total	212	15349102	99.9686%

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	24	4819	
E-voting at AGM	0	0	
Total	24	4819	0.0314%

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
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f) Resolution 6 : Ordinary Resolution

Appointment of Mr. Girish Mehta (DIN: 00048002), as a Non -Executive Director of the Company, liable to retire by rotation, effective April 21, 2021

(i) Voted in favour of the Resolution:

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	210	15342846	
E-voting at AGM	2	6002	
Total	212	15348848	99.9663%

(ii) Voted against the Resolution:

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	25	5173	
E-voting at AGM	0	0	
Total	25	5173	0.0337%

(iii) Invalid Votes:

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
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g) Resolution 7 : Ordinary Resolution

Appointment of Mr. Suvamoy Saha (DIN: 00112375) as Joint Managing Director of the Company for a period of two years, effective August 10, 2021 and remuneration thereof

(i) *Voted in favour of the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	209	15331150	
E-voting at AGM	2	6002	
Total	211	15337152	99.8901%

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	26	16869	
E-voting at AGM	0	0	
Total	26	16869	0.1099%

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
2	1065053



**h) Resolution 8 : Ordinary Resolution*****Ratification of Remuneration to the Cost Auditor****(i) Voted in favour of the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	213	15331229	
E-voting at AGM	2	6002	
Total	215	15337231	99.8903%

(ii) Voted against the Resolution:

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	23	16840	
E-voting at AGM	0	0	
Total	23	16840	0.1097%

(iii) Invalid Votes:

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
2	1065053



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7. All the resolutions proposed hereinabove have been passed with requisite majority.
8. The electronic data and e-voting registers shall remain in my safe custody until the Chairman of the meeting considers, approves and signs the minutes in this regard and thereafter it will be handed over to the Company Secretary as authorised by the Board of Directors for safe keeping.

Thanking You,

Yours truly
For A. K. LABH & Co.
Company Secretaries

(CS A. K. LABH)
Practising Company Secretary
FCS – 4848 / CP No. – 3238
UIN : S1999WB026800
PRCN : 1038/2020
UDIN : F004848C001028035



Place: Kolkata
Dated: 28.09.2021



A. K. LABH

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Website : www.aklabh.com

Witness:

1. 

(Narayan Chandra Saha)
108, Sarat Chatterjee Road
Howrah - 711102



2. 

(Anushree Dasgupta)
28/N, Dwijen Mukherjee Road, Behala
Kolkata - 700060

Received the Report of the Scrutinizer
For Eveready Industries India Limited



(Tehnaz Punwani)
Vice President – Legal & Company Secretary
ACS 7054

