

**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:** March 24, 2022

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

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

**Ref.:** BSE Scrip Code No. "500164"

**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 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Voting Results on the special businesses transacted through Postal Ballot Notice dated February 11, 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 March 24, 2022 issued by Mr. Kalidas Vanjpe, Practicing Company Secretary, the Special Resolutions as per Postal Ballot Notice dated February 11, 2022 stand passed with requisite majority. The Special 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 March 23, 2022.

The above information is also being uploaded on the Company's website, viz., [www.godrejindustries.com](http://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

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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

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**Report of Scrutinizer on E-Voting and Postal Ballot process**

[Pursuant to Section 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 February 11, 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 February 21, 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., February 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 Tuesday, February 22, 2022 at 9:00 a.m. (IST) and had ended on Wednesday, March 23, 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 Wednesday, March 23, 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 and Electronic votes received from / cast by the Equity Shareholders have been entered in the electronic register separately maintained for the purpose.
6. The Postal Ballot forms were scrutinized and the shareholding was matched / confirmed with the list of Beneficial Owners, as on the cut-off date, Friday, February 11, 2022.
7. All Postal Ballot forms and e-votes received up to 5:00 p.m. (IST) on Wednesday, March 23, 2022, being the last date and time fixed by the Company for receipt of the forms, were considered for scrutiny.
8. The invalid Postal Ballot forms were not considered. – Not Applicable
9. On proper scrutiny of all the Postal Ballot forms and E-votes, the summary of the Postal Ballot and E-Votes received from the Shareholders was prepared and the same is given in the Annexure annexed with this Report.



**KALIDAS VANJPE**

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10. In Respect of resolutions, since the votes cast FOR the resolutions exceeds number of votes cast AGAINST the resolutions, the Resolutions are considered to be duly passed by requisite majority.
11. The Postal Ballot forms and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safekeeping.
12. 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

**For Godrej Industries Limited**

**Nadir Godrej**  
Chairman and Managing Director



Dated :- March 24, 2022  
Place:- Thane

**ANNEXURE**

<b>Voting results</b>	
Record date	11-02-2022
Total number of shareholders on record date	91155
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	
b) Public	
<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>2</b>



**Kalidas Vanjpe**  
**Practicing Company Secretary**  
**(Scrutinizer)**  
**Date: March 24, 2022**

**For Godrej Industries Limited**



**N. B. Godrej**  
**Chairman & Managing Director**



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. 2,000 CRORE (RUPEES TWO THOUSAND CRORE) IN GODREJ PROPERTIES LIMITED				
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		36016351	86.0399	35988594	27757	99.9229	0.0771
	Poll	41860077	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	41860077	36016351	86.0399	35988594	27757	99.9229	0.0771
Public - Non Institutions	E-Voting		45218779	65.9190	45202608	16171	99.9642	0.0358
	Poll	68597449	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	68597449	45218779	65.9190	45202608	16171	99.9642	0.0358
<b>Total</b>		<b>336584313</b>	<b>307361917</b>	<b>91.3180</b>	<b>307317989</b>	<b>43928</b>	<b>99.9857</b>	<b>0.0143</b>
<b>Whether resolution Is Pass or Not.</b>							<b>Yes</b>	
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	0
Public Institutions	0
Public - Non Institutions	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 FURTHER INVESTMENT OF UPTO Rs. 500 CRORE (RUPEES FIVE HUNDRED CRORE) IN GODREJ AGROVET LIMITED				
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
	<b>Total</b>	<b>226126787</b>	<b>226126787</b>	<b>100.0000</b>	<b>226126787</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	E-Voting		36016351	86.0399	35988594	27757	99.9229	0.0771
	Poll	41860077	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	<b>41860077</b>	<b>36016351</b>	<b>86.0399</b>	<b>35988594</b>	<b>27757</b>	<b>99.9229</b>	<b>0.0771</b>
Public- Non Institutions	E-Voting		45218429	65.9185	45202266	16163	99.9643	0.0357
	Poll	68597449	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	<b>68597449</b>	<b>45218429</b>	<b>65.9185</b>	<b>45202266</b>	<b>16163</b>	<b>99.9643</b>	<b>0.0357</b>
<b>Total</b>		<b>336584313</b>	<b>307361567</b>	<b>91.3179</b>	<b>307317647</b>	<b>43920</b>	<b>99.9857</b>	<b>0.0143</b>
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 Institutions	0
Public - Non Institutions	0

