



Ref: SEC/SE/2023- 24
Date: August 11, 2023

To,
Corporate Relations Department
BSE Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai- 400001

National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor
Plot No. C/1, G Block Bandra – Kurla Complex
Bandra (E), Mumbai – 400051

BSE Scrip Code: 500096

NSE Scrip Symbol: DABUR

Sub: Voting Results of 48th Annual General Meeting ("AGM") of the Company

Dear Sir/Madam,

We wish to inform you that the 48th Annual General Meeting (AGM) of the Company was held on August 10, 2023 at 03:00 P.M. by way of Video Conferencing / Other Audio Visual Means and the business stated in the Notice of AGM dated May 4, 2023 were transacted.

In this regard, please find enclosed the following:

- 1) Voting Results of the businesses transacted at the AGM as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Annexure-1.
- 2) Consolidated Report of the Scrutinizer pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014-Annexure-2.

Further, we would like to inform that the Shareholders of the Company in the AGM have approved final dividend of Rs.2.70 per equity share for the financial year 2022-23. The dividend shall be paid on or after August 14, 2023.

Thanking You,

Yours faithfully,

For Dabur India Limited


(A.K Jain)

EVP (Finance) and Company Secretary

Encl: as above

	DABUR INDIA LIMITED
Date of the AGM/EGM	10-08-2023
Total number of shareholders on record date	447172
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	25
Public:	166

Resolution No.	1										
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended March 31, 2023 and the reports of the Board of Directors and Auditors thereon.										
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	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	1,17,36,40,180	1,17,35,50,180	99.9923	1,17,35,50,180	0	100.0000	0.0000	0	0	
	Poll		90,000	0.0077	90,000	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		1,17,36,40,180	100.0000	1,17,36,40,180	0	100.0000	0.0000	0	0	
Public- Institutions	E-Voting	50,00,50,196	40,37,11,082	80.7341	40,37,11,082	0	100.0000	0.0000	0	10,83,398	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		40,37,11,082	80.7341	40,37,11,082	0	100.0000	0.0000	0	1083398	
Public- Non Institutions	E-Voting	9,83,44,295	12,51,164	1.2722	12,49,110	2,054	99.8358	0.1641	0	1,536	
	Poll		1,97,059	0.2004	1,97,057	2	99.9989	0.0010	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		14,48,223	1.4726	14,46,167	2,056	99.8580	0.1420	0	1536	
Total		1,77,20,34,671	1,57,87,99,485	89.0953	1,57,87,97,429	2,056	99.9999	0.0001	0	1084934	



Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt the audited consolidated financial statements of the Company for the financial year ended March 31, 2023 and the report of Auditors thereon.									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	1,17,36,40,180	1,17,35,50,180	99.9923	1,17,35,50,180	0	100.0000	0.0000	0	0
	Poll		90,000	0.0077	90,000	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,17,36,40,180	100.0000	1,17,36,40,180	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	50,00,50,196	40,37,11,082	80.7341	40,37,11,082	0	100.0000	0.0000	0	10,83,398
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		40,37,11,082	80.7341	40,37,11,082	0	100.0000	0.0000	0	1083398
Public- Non Institutions	E-Voting	9,83,44,295	12,51,164	1.2722	12,49,110	2,054	99.8358	0.1641	0	1,536
	Poll		1,97,059	0.2004	1,97,057	2	99.9989	0.0010	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		14,48,223	1.4726	14,46,167	2,056	99.8580	0.1420	0	1536
Total		1,77,20,34,671	1,57,87,99,485	89.0953	1,57,87,97,429	2,056	99.9999	0.0001	0	1084934



Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - To confirm the interim dividend of Rs.2.50 per equity share of Re.1/- each (@250%) already paid and declare final dividend of Rs.2.70 per equity share of Re.1/- each (@270%), on the paid-up equity share capital of the Company for the financial year ended March 31, 2023.									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	1,17,36,40,180	1,17,35,50,180	99.9923	1,17,35,50,180	0	100.0000	0.0000	0	0
	Poll		90,000	0.0077	90,000	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,17,36,40,180	100.0000	1,17,36,40,180	0	100.0000	0.0000	0	6,22,454
Public- Institutions	E-Voting	50,00,50,196	40,41,72,026	80.8263	40,41,72,026	0	100.0000	0.0000	0	6,22,454
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		40,41,72,026	80.8263	40,41,72,026	0	100.0000	0.0000	0	622454
Public- Non Institutions	E-Voting	9,83,44,295	12,51,273	1.2723	12,49,061	2,212	99.8232	0.1767	0	1,424
	Poll		1,97,059	0.2004	1,97,057	2	99.9989	0.0010	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		14,48,332	1.4727	14,46,118	2,214	99.8471	0.1529	0	1424
Total		1,77,20,34,671	1,57,92,60,538	89.1213	1,57,92,58,324	2,214	99.9999	0.0001	0	623878



Resolution No.	4										
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a director in place of Mr. Amit Burman (DIN: 00042050) who retires by rotation and being eligible offers himself for re-appointment.										
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes										
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	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	1,17,36,40,180	1,17,35,50,180	99.9923	1,17,35,50,180	0	100.0000	0.0000	0	0	
	Poll		90,000	0.0077	90,000	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		1,17,36,40,180	100.0000	1,17,36,40,180	0	100.0000	0.0000	0	0	
Public- Institutions	E-Voting	50,00,50,196	40,41,33,170	80.8185	26,06,93,922	14,34,39,248	64.5069	35.4930	0	6,61,310	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		40,41,33,170	80.8185	26,06,93,922	14,34,39,248	64.5069	35.4931	0	661310	
Public- Non Institutions	E-Voting	9,83,44,295	12,50,989	1.2721	12,46,580	4,409	99.6475	0.3524	0	1,705	
	Poll		1,97,059	0.2004	1,97,057	2	99.9989	0.0010	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		14,48,048	1.4725	14,43,637	4,411	99.6954	0.3046	0	1705	
Total		1,77,20,34,671	1,57,92,21,398	89.1191	1,43,57,77,739	14,34,43,659	90.9168	9.0832	0	663015	



Resolution No.	5									
Resolution required: (Ordinary/ Special)	ORDINARY - Ratification, confirmation and approval of remuneration payable to M/s Ramanath Iyer & Co., Cost Auditors to conduct the audit of the cost records of the Company for the Financial Year 2023-24.									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	1,17,36,40,180	1,17,35,50,180	99.9923	1,17,35,50,180	0	100.0000	0.0000	0	0
	Poll		90,000	0.0077	90,000	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,17,36,40,180	100.0000	1,17,36,40,180	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	50,00,50,196	40,39,17,735	80.7754	40,39,17,735	0	100.0000	0.0000	0	8,76,745
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		40,39,17,735	80.7754	40,39,17,735	0	100.0000	0.0000	0	876745
Public- Non Institutions	E-Voting	9,83,44,295	12,50,432	1.2715	12,46,079	4,353	99.6518	0.3481	0	2,266
	Poll		1,97,059	0.2004	1,97,057	2	99.9989	0.0010	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		14,47,491	1.4719	14,43,136	4,355	99.6991	0.3009	0	2266
Total		1,77,20,34,671	1,57,90,05,406	89.1069	1,57,90,01,051	4,355	99.9997	0.0003	0	879011



Resolution No.	6										
Resolution required: (Ordinary/ Special)	SPECIAL - Appointment of Mrs. Satyavati Berera (DIN: 05002709), as a Non Executive Independent Director of the Company for a term of five consecutive years w.e.f. June 01, 2023 to May 31, 2028.										
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	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	1,17,36,40,180	1,17,35,50,180	99.9923	1,17,35,50,180	0	100.0000	0.0000	0	0	
	Poll		90,000	0.0077	90,000	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		1,17,36,40,180	100.0000	1,17,36,40,180	0	100.0000	0.0000	0	0	
Public- Institutions	E-Voting	50,00,50,196	40,41,33,170	80.8185	39,54,28,693	87,04,477	97.8461	2.1538	0	6,61,310	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		40,41,33,170	80.8185	39,54,28,693	87,04,477	97.8461	2.1539	0	661310	
Public- Non Institutions	E-Voting	9,83,44,295	12,50,087	1.2711	12,29,473	20,614	98.3509	1.6490	0	2,611	
	Poll		1,97,059	0.2004	1,97,057	2	99.9989	0.0010	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		14,47,146	1.4715	14,26,530	20,616	98.5754	1.4246	0	2611	
Total		1,77,20,34,671	1,57,92,20,496	89.1191	1,57,04,95,403	87,25,093	99.4475	0.5525	0	663921	



Resolution No.	7									
Resolution required: (Ordinary/ Special)	SPECIAL - Re-appointment of Mr. Ajit Mohan Sharan (DIN: 02458844), as a Non Executive Independent Director of the Company for a second term of five consecutive years w.e.f. January 31, 2024 to January 30, 2029.									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	1,17,36,40,180	1,17,35,50,180	99.9923	1,17,35,50,180	0	100.0000	0.0000	0	0
	Poll		90,000	0.0077	90,000	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,17,36,40,180	100.0000	1,17,36,40,180	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	50,00,50,196	40,41,33,170	80.8185	34,16,33,846	6,24,99,324	84.5349	15.4650	0	6,61,310
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		40,41,33,170	80.8185	34,16,33,846	6,24,99,324	84.5350	15.4650	0	661310
Public- Non Institutions	E-Voting	9,83,44,295	12,50,095	1.2711	12,42,558	7,537	99.3970	0.6029	0	2,603
	Poll		1,97,059	0.2004	1,97,057	2	99.9989	0.0010	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		14,47,154	1.4715	14,39,615	7,539	99.4790	0.5210	0	2603
Total	1,77,20,34,671	1,57,92,20,504	89.1191	1,51,67,13,641	6,25,06,863	96.0419	3.9581	0	663913	

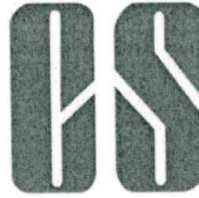


Resolution No.	8									
Resolution required: (Ordinary/ Special)	SPECIAL - Re-appointment of Mr. Mohit Malhotra (DIN: 08346826) as the Whole time Director and Chief Executive Officer of the Company, for a period of five years w.e.f. January 31, 2024 to January 30, 2029, including remuneration.									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	1,17,36,40,180	1,17,35,50,180	99.9923	1,17,35,50,180	0	100.0000	0.0000	0	0
	Poll		90,000	0.0077	90,000	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,17,36,40,180	100.0000	1,17,36,40,180	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	50,00,50,196	40,40,94,248	80.8107	36,31,46,750	4,09,47,498	89.8668	10.1331	0	7,00,230
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		40,40,94,248	80.8107	36,31,46,750	4,09,47,498	89.8668	10.1332	0	700230
Public- Non Institutions	E-Voting	9,83,44,295	12,50,095	1.2711	12,39,055	11,040	99.1168	0.8831	0	2,602
	Poll		1,97,059	0.2004	1,97,057	2	99.9989	0.0010	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		14,47,154	1.4715	14,36,112	11,042	99.2370	0.7630	0	2602
Total		1,77,20,34,671	1,57,91,81,582	89.1169	1,53,82,23,042	4,09,58,540	97.4063	2.5937	0	702832



Resolution No.	9									
Resolution required: (Ordinary/ Special)	SPECIAL - Approval and adoption of restated Articles of Association in place of existing Articles of Association of the Company.									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	1,17,36,40,180	1,17,35,50,180	99.9923	1,17,35,50,180	0	100.0000	0.0000	0	0
	Poll		90,000	0.0077	90,000	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,17,36,40,180	100.0000	1,17,36,40,180	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	50,00,50,196	40,41,33,170	80.8185	36,53,80,255	3,87,52,915	90.4108	9.5891	0	6,61,310
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		40,41,33,170	80.8185	36,53,80,255	3,87,52,915	90.4109	9.5891	0	661310
Public- Non Institutions	E-Voting	9,83,44,295	12,50,982	1.2720	12,48,669	2,313	99.8151	0.1848	0	1,715
	Poll		1,97,059	0.2004	1,97,057	2	99.9989	0.0010	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		14,48,041	1.4724	14,45,726	2,315	99.8401	0.1599	0	1715
Total		1,77,20,34,671	1,57,92,21,391	89.1191	1,54,04,66,161	3,87,55,230	97.5459	2.4541	0	663025





Regd. Office: E-8/1, LGF,
Near Geeta Bhawan Mandir,
Malviya Nagar, New Delhi-110017
+91-11- 49901507
+91 9810328141, 8076401996

info@navneetaroracs.com
aroranavneet@rediffmail.com
www.navneetaroracs.com
ICSI Firm Registration No. P2009D6061500
ICSI Peer Review Certificate No.1653/2022
LUPIN-ARJ-0972

Consolidated Report of Scrutinizer

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

To,
The Chairman
48th Annual General Meeting of the Equity Shareholders of
Dabur India Limited
held on Thursday, August 10, 2023 at 3.00 PM
through Video Conferencing (VC) or Other Audio Visual Means (OAVM).
Deemed venue at its Registered Office: 8/3, Asaf Ali Road,
New Delhi -110002.

Sub: Scrutinizer's Report on voting through remote e-voting and e-voting at AGM conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and applicable provisions of Securities & Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015

Dear Sir,

1. I, CS Navneet Arora, Company Secretary in Practice & Managing Partner of M/s. Navneet K Arora & Co LLP having Registered Office at E-8/1, Near Geeta Bhawan Mandir, Malviya Nagar, New Delhi-110017 was appointed as Scrutinizer by the Board of Directors of the Company in its Meeting held on May 04, 2023 for the purpose of scrutinizing the process of voting through electronic means ("e-voting") on the Resolutions contained in the Notice of Annual General Meeting dated May 04, 2023 ("Notice") issued in accordance with General Circular dated April 8, 2020, April 13, 2020, May 5, 2020 and December 28, 2022 issued by Ministry of Corporate Affairs ("MCA") (hereinafter referred to as "MCA Circulars"), Government of India for the 48th Annual General Meeting ("AGM") of the members of the Company held on Thursday, August 10, 2023 at 3.00 PM through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) deemed venue at its Registered office i.e. 8/3, Asaf Ali Road, New Delhi - 110002.
2. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As the Scrutinizer, I have to scrutinize:
 - (i) process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("remote e-voting"); and
 - (ii) process of e-voting at the AGM through electronic voting system ("e-voting").





Management Responsibility:

3. The management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 and Rules made thereunder and the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 relating to E-Voting on the resolutions contained in the Notice of AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

Scrutinizer Responsibility:

4. My responsibility as Scrutinizer for E-Voting process (i.e. remote E-Voting and E-Voting at AGM) is restricted to ensuring that the e-voting process is conducted in a fair and transparent manner and making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated through scrutinizer's secured link from the E-Voting system provided by **KFin Technologies Ltd ("KFin")**, the authorized Agency under the Rules and engaged by the Company for my verification.

Cut-off Date & Dispatch of Notice:

5. The Company had engaged the services of **KFin** as the Authorized Agency to provide secured system for remote e-voting to the shareholders to vote on resolution through the remote e-voting & e-voting at meeting facility by casting their votes on the designated website i.e. <https://evoting.kfintech.com> or <https://emeetings.kfintech.com>. The Company had on **July 04, 2023** completed the dispatch of Notice along with the details of Login ID and password to its members through email by **KFin** to members whose email ID were registered with the Depositories / Company and/or its Registrar and Transfer Agent. The cut-off date for determining the eligibility of shareholders to exercise e-voting rights was **Thursday, August 03, 2023**. Total shareholders of the Company as on the cut-off date were **4,47,172**.

6. Remote Evoting Process:

The remote e-voting period remained open from **9.00 am, Sunday, August 06, 2023** and ended at **5.00 pm, Wednesday, August 09, 2023**. Votes casted electronically through **KFin** portal up to **5.00 pm, Wednesday, August 09, 2023**, being the last date and time fixed by the Company, was considered for my scrutiny. Remote e-voting facility was blocked forthwith thereafter.

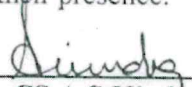
7. E-voting process at the AGM:

- a. The AGM of the Company was conducted as per the guidelines issued by the MCA vide General Circular dated April 8, 2020, April 13, 2020, May 5, 2020 and December 28, 2022 respectively through video conferencing (VC) or other audio-visual means (OAVM). Hence, Members have attended and participated in the AGM through VC/OAVM. The facility of participation at the AGM through VC/OAVM was made available for members on first come- first served basis excluding large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee, Auditors, who were allowed to attend the AGM without restriction on account of first come- first served basis.





- b. After the time fixed for closing of the e-voting, the electronic system recording the e-voting (e-votes) was locked by KFin under my instructions.
8. The e-votes cast were unblocked on **Thursday, August 10, 2023 at 05:50 PM** after the conclusion of the AGM in the presence of 2 (Two) witnesses namely (1) CS A S Kindra R/o B-1, Takshila Aptts, Plot No 57, I P Extn., Delhi-110092 and (2) Mr. Chinmay R/o. 38, Yusuf Sarai Village, New Delhi -110016 who are not in the employment of the Company. They have signed below in confirmation of the votes being finalized in their presence.


Name: CS A S Kindra


Name: Mr. Chinmay

9. Thereafter, the details containing *inter-alia*, the information about shareholders voting "For" and "Against" the resolutions, were generated from the e-voting website of KFin.

Based on report generated from the e-voting website of KFin i.e. remote e-voting and e-voting at AGM, the consolidated report on the result of voting on Resolutions are given hereunder:

Item No -1: Ordinary Resolution

To receive, consider and Adopt the audited standalone financial statements of the Company for the financial year ended March 31, 2023 and the reports of the Board of Directors and Auditors thereon.

- (i) Voted 'FOR' the resolution :

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-voting	1,883	1,57,85,10,372	99.9817
e-voting at AGM	31	2,87,057	0.0182
Total	1,914	1,57,87,97,429	99.9999

- (ii) Voted 'AGAINST' the resolution :

Mode of Voting	Number of members voted	Number of votes cast 'Against' the resolution	% of total number of valid votes cast
Remote e-voting	32	2,054	0.0001
e-voting at AGM	2	2	0.0000
Total	34	2,056	0.0001





(iii) Votes 'ABSTAIN':

Mode of voting	Total number of members whose votes were declared 'Abstain'	Total number of votes cast by them were declared 'Abstain'
Remote e-voting	21	10,84,934
e-voting at AGM	Nil	Nil
Total	21	10,84,934

Item No -2- Ordinary Resolution

To receive, consider and adopt the audited consolidated financial statements of the Company for the financial year ended March 31, 2023 and the report of Auditors thereon.

(i) Voted 'FOR' the resolution :

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-voting	1,883	1,57,85,10,372	99.9817
e-voting at AGM	31	2,87,057	0.0182
Total	1,914	1,57,87,97,429	99.9999

(ii) Voted 'AGAINST' the resolution :

Mode of Voting	Number of members voted	Number of votes cast 'Against' the resolution	% of total number of valid votes cast
Remote e-voting	32	2,054	0.0001
e-voting at AGM	2	2	0.0000
Total	34	2,056	0.0001

(iii) Votes 'ABSTAIN':

Mode of voting	Total number of members whose votes were declared 'Abstain'	Total number of votes cast by them were declared 'Abstain'
Remote e-voting	21	10,84,934
e-voting at AGM	Nil	Nil
Total	21	10,84,934





Item No -3- Ordinary Resolution

To confirm the interim dividend of Rs.2.50 per equity share of Re.1/- each (@250%) already paid and declare final dividend of Rs.2.70 per equity share of Re.1/- each (@270%), on the paid-up equity share capital of the Company for the financial year ended March 31, 2023.

(i) Voted 'FOR' the resolution :

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-voting	1,888	1,57,89,71,267	99.9817
e-voting at AGM	31	2,87,057	0.0182
Total	1,919	1,57,92,58,324	99.9999

(ii) Voted 'AGAINST' the resolution :

Mode of Voting	Number of members voted	Number of votes cast 'Against' the resolution	% of total number of valid votes cast
Remote e-voting	36	2,212	0.0001
e-voting at AGM	2	2	0.0000
Total	38	2,214	0.0001

(iii) Votes 'ABSTAIN':

Mode of voting	Total number of members whose votes were declared 'Abstain'	Total number of votes cast by them were declared 'Abstain'
Remote e-voting	12	6,23,878
e-voting at AGM	Nil	Nil
Total	12	6,23,878





Item No -4- Ordinary Resolution

To Appoint a Director in place of Mr. Amit Burman (DIN: 00042050) who retires by rotation and being eligible offers himself for re-appointment.

(i) Voted 'FOR' the resolution :

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-voting	1,414	1,43,54,90,682	90.8987
e-voting at AGM	31	2,87,057	0.0181
Total	1,445	1,43,57,77,739	90.9168

(ii) Voted 'AGAINST' the resolution :

Mode of Voting	Number of members voted	Number of votes cast 'Against' the resolution	% of total number of valid votes-cast
Remote e-voting	505	14,34,43,657	9.0832
e-voting at AGM	2	2	0.00
Total	507	14,34,43,659	9.0832

(iii) Votes 'ABSTAIN':

Mode of voting	Total number of members whose votes were declared 'Abstain'	Total number of votes cast by them were declared 'Abstain'
Remote e-voting	23	6,63,015
e-voting at AGM	Nil	Nil
Total	23	6,63,015





Item No -5- Ordinary Resolution

Ratification, confirmation and approval of remuneration payable to M/s Ramanath Iyer & Co., Cost Auditors to conduct the audit of the cost records of the Company for the financial year 2023-24.

(i) Voted 'FOR' the resolution :

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-voting	1,863	1,57,87,13,994	99.9815
e-voting at AGM	31	2,87,057	0.0182
Total	1,894	1,57,90,01,051	99.9997

(ii) Voted 'AGAINST' the resolution :

Mode of Voting	Number of members voted	Number of votes cast 'Against' the resolution	% of total number of valid votes cast
Remote e-voting	43	4,353	0.0003
e-voting at AGM	2	2	0.0000
Total	45	4,355	0.0003

(iii) Votes 'ABSTAIN':

Mode of voting	Total number of members whose votes were declared 'Abstain'	Total number of votes cast by them were declared 'Abstain'
Remote e-voting	30	8,79,011
e-voting at AGM	Nil	Nil
Total	30	8,79,011





Item No -6- Special Resolution

Appointment of Mrs. Satyavati Berera (DIN: 05002709), as a Non-Executive Independent Director of the Company for a term of five consecutive years w.e.f. June 01, 2023 to May 31, 2028.

(i) Voted 'FOR' the resolution :

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-voting	1,842	1,57,02,08,346	99.4293
e-voting at AGM	31	2,87,057	0.0182
Total	1,873	1,57,04,95,403	99.4475

(ii) Voted 'AGAINST' the resolution :

Mode of Voting	Number of members voted	Number of votes cast 'Against' the resolution	% of total number of valid votes cast
Remote e-voting	70	87,25,091	0.5525
e-voting at AGM	2	2	0.00
Total	72	87,25,093	0.5525

(iii) Votes 'ABSTAIN':

Mode of voting	Total number of members whose votes were declared 'Abstain'	Total number of votes cast by them were declared 'Abstain'
Remote e-voting	24	6,63,921
e-voting at AGM	Nil	Nil
Total	24	6,63,921





Item No -7- Special Resolution

Re-appointment of Mr. Ajit Mohan Sharan (DIN: 02458844), as a Non-Executive Independent Director of the Company for a second term of five consecutive years w.e.f January 31, 2024 to January 30, 2029.

(i) Voted 'FOR' the resolution :

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-voting	1,672	1,51,64,26,584	96.0237
e-voting at AGM	31	2,87,057	0.0182
Total	1,703	1,51,67,13,641	96.0419

(ii) Voted 'AGAINST' the resolution :

Mode of Voting	Number of members voted	Number of votes cast 'Against' the resolution	% of total number of valid votes cast
Remote e-voting	246	6,25,06,861	3.9581
e-voting at AGM	2	2	0.0000
Total	248	6,25,06,863	3.9581

(iii) Votes 'ABSTAIN':

Mode of voting	Total number of members whose votes were declared 'Abstain'	Total number of votes cast by them were declared 'Abstain'
Remote e-voting	24	6,63,913
e-voting at AGM	Nil	Nil
Total	24	6,63,913





Item No -8- Special Resolution

Re-appointment of Mr. Mohit Malhotra (DIN: 08346826) as the Whole Time Director and Chief Executive Officer of the Company, for a period of five years w.e.f. January 31, 2024 to January 30, 2029 including remuneration.

(i) Voted 'FOR' the resolution :

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-voting	1734	1,53,79,35,985	97.3882
e-voting at AGM	31	2,87,057	0.0181
Total	1765	1,53,82,23,042	97.4063

(ii) Voted 'AGAINST' the resolution :

Mode of Voting	Number of members voted	Number of votes cast 'Against' the resolution	% of total number of valid votes cast
Remote e-voting	189	4,09,58,538	2.5937
e-voting at AGM	2	2	0.0000
Total	191	4,09,58,540	2.5937

(iii) Votes 'ABSTAIN':

Mode of voting	Total number of members whose votes were declared 'Abstain'	Total number of votes cast by them were declared 'Abstain'
Remote e-voting	24	7,02,832
e-voting at AGM	Nil	Nil
Total	24	7,02,832





Item No -9- Special Resolution

Approval and adoption of restated Articles of Association in the place of existing Articles of Association of the Company.

(i) Voted 'FOR' the resolution :

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-voting	1,798	1,54,01,79,104	97.5278
e-voting at AGM	31	2,87,057	0.0181
Total	1,829	1,54,04,66,161	97.5459

(ii) Voted 'AGAINST' the resolution :

Mode of Voting	Number of members voted	Number of votes cast 'Against' the resolution	% of total number of valid votes cast
Remote e-voting	113	3,87,55,228	2.4541
e-voting at AGM	2	2	0.0000
Total	115	3,87,55,230	2.4541

(iii) Votes 'ABSTAIN':

Mode of voting	Total number of members whose votes were declared 'Abstain'	Total number of votes cast by them were declared 'Abstain'
Remote e-voting	25	6,63,025
e-voting at AGM	Nil	Nil
Total	25	6,63,025

10. The Register, all other papers and relevant records relating to remote e-voting and e-voting at the 48th AGM shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the aforesaid AGM and thereafter the same will be handed over to the Company Secretary for safe keeping.





11. I would like to inform you that the Resolution(s) as contained in the Notice dated May 04, 2023 have been passed with requisite majority i.e. **Resolution No 1, 2, 3, 4, & 5 as Ordinary Resolutions and 6, 7, 8 & 9 as Special Resolutions.** You may accordingly declare the result of the voting through remote e-voting and e-voting at AGM.

Thanking you
Yours faithfully,



CS Navneet Arora

FCS: 3214, COP-3005

Scrutinizer

Managing Partner: Navneet K Arora & Co LLP

Company Secretaries

ICSI Firm Unique Identification Code: P2009DE061500

UDIN NO: F003214E000786612

Place: New Delhi

Date: 11th August 2023

Mohit
Burman

Digitally signed by Mohit Burman
DN: cn=IN, st=Delhi,
2.5.4.20=9afa575f78e0d810b6a3b888ae749e4
32f5de630c896559c9d6057653b2db9b,
postalCode=110011, street=SAFDARJUNG
TOMB, Nirman Bhawan, Central Delhi,
pseudonym=d41d8cd98f00b204e9800998ecf
8422e,
serialNumber=74e812d35416f0fb6c1b9e05d4
4c29b0e2f6a9110bebabcdec497a6c1793f9,
o=Personal, cn=Mohit Burman
Date: 2023.08.11 15:58:54 +05'30'

Countersigned by
Chairman of Dabur India Limited