



Ref. No.: DNIL/L&S/2019/S-17A/126

September 27, 2019

**Bombay Stock Exchange Limited**  
**Floor 25, Phiroze Jeejeebhoy Towers**  
**Dalal Street**  
**Mumbai 400 001**  
**Phone: 022 22721233**  
**Scrip Code: 590031**

**National Stock Exchange of India Ltd.**  
**Exchange Plaza, 5th floor,**  
**Plot No. C/1, G Block**  
**Bandra-Kurla Complex**  
**Bandra (E), Mumbai- 400051**  
**Phone: 022 26598100**  
**Stock Code: DENORA EQ.**

**Attn.: The Manager, Listing Dept.**

Dear Sir,

**Sub.: Disclosure of the Voting results of the 30<sup>th</sup> Annual General Meeting (AGM) of the Company held on Thursday, September 26, 2019 – Clause 44 of the Listing Regulations, 2015**

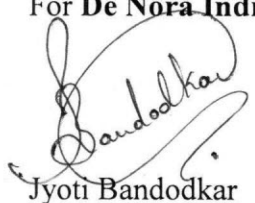
Pursuant to clause 44 of the Listing Regulations, 2015, we wish to inform you that the shareholders of the Company at the 30<sup>th</sup> Annual General Meeting held on Thursday, September 26, 2019 at Plot Nos. 184, 185 & 189, Kundaim Industrial Estate, Kundaim, Goa, approved all the items of business as contained in the notice convening the said AGM. All the resolutions were passed by the shareholders with the requisite majority.

The details of the voting result in the prescribed format pursuant to clause 44 of the Listing Regulations, 2015 is attached herewith. We are also enclosing herewith copy of the consolidated scrutinizer's report dated 27.09.2019 for your reference and records.

Kindly take the same on record and acknowledge the receipt.

Thanking you,

Yours truly,  
For **De Nora India Limited**

  
Jyoti Bandodkar  
Company Secretary

Encl. as above

electrochemistry at your service<sup>SM</sup>

**Disclosure of voting results by Listed Entities requirement under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Date of the Annual General Meeting	26.09.2019
Total number of shareholders on record date	7054
No. of shareholders present in the meeting either in person or through proxy:	30
Promoters and Promoter Group:	1
Public:	29
No. of Shareholders attended the meeting through Video Conferencing	Not Applicable
Promoters and Promoter Group:	NIL
Public	NIL

**Agenda- wise disclosure**

Resolution required: <b>Ordinary</b>		1. Adoption of financial statements, auditors' report etc. for the financial year ended 31st March, 2019						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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		0	0.00	0	0	0.00	0.00
	Poll	2849500	2849500	100.00	2849500	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>2849500</b>	<b>2849500</b>	<b>100.00</b>	<b>2849500</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Institutions	E-Voting		0	0.00	0	0	0.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
Public- Non Institutions	E-Voting		75037	3.05	74982	55	99.93	0.07
	Poll	2459134	93	0.00	93	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>2459134</b>	<b>75130</b>	<b>3.06</b>	<b>75075</b>	<b>55</b>	<b>99.93</b>	<b>0.07</b>
<b>Grand Total</b>		<b>5308634</b>	<b>2924630</b>	<b>55.09</b>	<b>2924575</b>	<b>55</b>	<b>100.00</b>	<b>0.00</b>



Resolution required: <b>Ordinary</b>		2. Re-appointment of Mr. Francesco L'Abbate (DIN: 08063332) as Director liable to retire by rotation						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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	2849500	0	0.00	0	0	0.00	0.00
	Poll		2849500	100.00	2849500	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>2849500</b>	<b>2849500</b>	<b>100.00</b>	<b>2849500</b>	<b>0</b>	<b>100.00</b>
Public- Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
Public- Non Institutions	E-Voting	2459134	75037	3.05	74982	55	99.93	0.07
	Poll		93	0.00	93	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>2459134</b>	<b>75130</b>	<b>3.06</b>	<b>75075</b>	<b>55</b>	<b>99.93</b>
<b>Grand Total</b>		<b>5308634</b>	<b>2924630</b>	<b>55.09</b>	<b>2924575</b>	<b>55</b>	<b>100.00</b>	<b>0.00</b>



Resolution required: <b>Ordinary</b>		<b>3. Appointment of Mr. Satish Dhume (DIN: 00336564) as an Independent Director</b>						
Whether promoter/ promoter group are interested in the agenda/resolution?		<b>No</b>						
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes – in favour</b>	<b>No. of Votes – against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
		<b>1</b>	<b>2</b>	<b>(3)=[(2)/(1)]* 100</b>	<b>4</b>	<b>5</b>	<b>(6)=[(4)/(2)]*100</b>	<b>(7)=[(5)/(2)]*100</b>
Promoter and Promoter Group	E-Voting	2849500	0	0.00	0	0	0.00	0.00
	Poll		2849500	100.00	2849500	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>2849500</b>	<b>2849500</b>	<b>100.00</b>	<b>2849500</b>	<b>0</b>	<b>100.00</b>
Public- Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
Public- Non Institutions	E-Voting	2459134	75037	3.05	74907	130	99.83	0.17
	Poll		68	0.00	68	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>2459134</b>	<b>75105</b>	<b>3.05</b>	<b>74975</b>	<b>130</b>	<b>99.83</b>
<b>Grand Total</b>		<b>5308634</b>	<b>2924605</b>	<b>55.09</b>	<b>2924475</b>	<b>130</b>	<b>100.00</b>	<b>0.00</b>



Resolution required: <b>Ordinary</b>		4. Approval for Material Related Party Transactions						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes						
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	2849500	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>2849500</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
Public- Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
Public- Non Institutions	E-Voting	2459134	75037	3.05	74982	55	99.93	0.00
	Poll		67	0.00	67	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>2459134</b>	<b>75104</b>	<b>3.05</b>	<b>75049</b>	<b>55</b>	<b>99.93</b>
<b>Grand Total</b>		<b>5308634</b>	<b>75104</b>	<b>1.41</b>	<b>75049</b>	<b>55</b>	<b>99.93</b>	<b>0.07</b>



Resolution required: <b>Ordinary</b>		<b>5. Reappointment of Mr. Vinay Chopra (DIN: 06543610) as the Managing Director and payment of remuneration to him</b>						
Whether promoter/ promoter group are interested in the agenda/resolution?		<b>No</b>						
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes – in favour</b>	<b>No. of Votes – against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
		<b>1</b>	<b>2</b>	<b>(3)=[(2)/(1)]* 100</b>	<b>4</b>	<b>5</b>	<b>(6)=[(4)/(2)]*100</b>	<b>(7)=[(5)/(2)]*100</b>
Promoter and Promoter Group	E-Voting	2849500	0	0.00	0	0	0.00	0.00
	Poll		2849500	100.00	2849500	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>2849500</b>	<b>2849500</b>	<b>100.00</b>	<b>2849500</b>	<b>0</b>	<b>100.00</b>
Public- Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
Public- Non Institutions	E-Voting	2459134	75037	3.05	74907	130	99.83	0.17
	Poll		93	0.00	93	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>2459134</b>	<b>75130</b>	<b>3.06</b>	<b>75000</b>	<b>130</b>	<b>99.83</b>
<b>Grand Total</b>		<b>5308634</b>	<b>2924630</b>	<b>55.09</b>	<b>2924500</b>	<b>130</b>	<b>100.00</b>	<b>0.00</b>



Resolution required: <b>Special</b>		6. Re-appointment of Ms. Sarita D'Souza (DIN: 06949439) as an Independent Director						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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	2849500	0	0.00	0	0	0.00	0.00
	Poll		2849500	100.00	2849500	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>2849500</b>	<b>2849500</b>	<b>100.00</b>	<b>2849500</b>	<b>0</b>	<b>100.00</b>
Public- Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
Public- Non Institutions	E-Voting	2459134	75037	3.05	74982	55	0.00	0.00
	Poll		93	0.00	93	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>2459134</b>	<b>75130</b>	<b>3.06</b>	<b>75075</b>	<b>55</b>	<b>99.93</b>
<b>Grand Total</b>		<b>5308634</b>	<b>2924630</b>	<b>55.09</b>	<b>2924575</b>	<b>55</b>	<b>100.00</b>	<b>0.00</b>



**Sadashiv V. Shet**

B.A., B.Com, LL.B, F.C.S.  
**Company Secretary**

Address : S-15, Jairam Complex, Nevginagar, Panaji-Goa 403001  
Phone : 0832-2427847, 2421237 Email : sadashivshet@gmail.com

**Consolidated Scrutinizer's Report  
on voting through ballot paper and through remote e-voting**

**[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015]**

**To,**

The Chairperson for the 30<sup>th</sup> Annual General Meeting of Equity Shareholders of De Nora India Limited held on Thursday, 26<sup>th</sup> September, 2019 at 11:00 a.m. at the registered office of the Company at Plot Nos. 184, 185 & 189, Kundaim Industrial Estate, Kundaim, Goa, 403115.

Dear Sir,

I, Sadashiv V. Shet, Practicing Company Secretary, had been appointed as a Scrutinizer for the purpose of scrutinizing the voting on the below mentioned resolutions through ballot paper (Poll) at the 30<sup>th</sup> Annual General Meeting (30<sup>th</sup> AGM) of the Equity Shareholders of De Nora India Limited held on Thursday, 26<sup>th</sup> September, 2019 at 11:00 a.m., at the registered office of the Company at Plot Nos. 184, 185 & 189, Kundaim Industrial Estate, Kundaim, Goa, 403115 and through remote e-voting during the period from Monday, 23<sup>rd</sup> September, 2019 at 9.00 a.m. and ended on Wednesday, 25<sup>th</sup> September, 2019 at 5.00 p.m., in a fair and transparent manner and for ascertaining the requisite majority on voting through ballot paper and remote e-voting carried out as per the provisions of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015.

I hereby submit as under:

1. The remote e-voting period remained open Monday, 23<sup>rd</sup> September, 2019 at 9.00 a.m. and ended on Wednesday, 25<sup>th</sup> September, 2019 at 5.00 p.m., and was disabled for voting thereafter.
2. The Shareholders holding shares as on the "cut-off" date i.e. Thursday, 19<sup>th</sup> September, 2019, were entitled to vote on the proposed resolutions contained in the notice of the 30<sup>th</sup> AGM. Voting through ballot paper (Poll) was also available.
3. One ballot box was kept at the AGM for the members who have not casted their vote through remote e-voting for the purpose of voting through ballot paper and was locked in my presence with due identification marks placed by me.
4. The locked ballot box was subsequently opened in my presence and the ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Company / Registrar and Share Transfer Agents of the Company and the authorizations lodged with the Company.




5. I did not find any Ballot paper invalid.
6. After counting the votes cast by the shareholders present at the 30<sup>th</sup> AGM through ballot paper, the votes casted through remote e-voting were unblocked on 26<sup>th</sup> September, 2019 at around 01.18 p.m. in the presence of two witnesses, Ms. Sushma Bandeker and Ms. Rakhee Malkarnekar, who are not in employment of the Company.
7. The consolidated report on the result of the voting through ballot paper and remote e-voting are as under:

**Item no. 1: Ordinary Resolution**

(a) Adoption of Audited Financial Statements, Directors' Report & Auditors' Report for the financial year ended 31<sup>st</sup> March, 2019.

(i) Voted in favour of the resolution:

Particulars of Voting	Number of share-holders voted	Number of votes cast by them	% of total number of valid votes cast
Ballot Paper	30	2849593	97.43
Remote e-voting	5	74982	2.56
<b>Total</b>	<b>35</b>	<b>2924575</b>	<b>99.99</b>

(ii) Voted against:

Particulars of Voting	Number of share-holders voted	Number of votes cast by them	% of total number of valid votes cast
Ballot Paper	0	0	0
Remote e-voting	1	55	0.01
<b>Total</b>	<b>1</b>	<b>55</b>	<b>0.01</b>

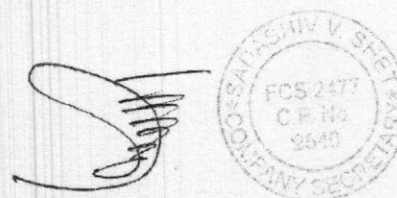
(iii) Invalid:

Particulars of Voting	Total number of shareholders whose votes were declared invalid	Total number of votes cast by them
Ballot Paper	0	0
Remote e-voting	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

**Item no. 2: Ordinary Resolution**

Re appointment of Mr. Francesco L'Abbate (DIN: 08063332) as Director liable to retire by rotation.

(i) Voted in favour of the resolution:



The image shows a handwritten signature in black ink. To the right of the signature is a circular stamp. The stamp contains the text 'FCS 2477', 'C.P. No. 2640', and 'COMPANY SECRETARY' around the perimeter.

Particulars of Voting	Number of share-holders voted	Number of votes cast by them	% of total number of valid votes cast
Ballot Paper	30	2849593	97.43
Remote e-voting	5	74982	2.56
<b>Total</b>	<b>35</b>	<b>2924575</b>	<b>99.99</b>

(ii) Voted against:

Particulars of Voting	Number of share-holders voted	Number of votes cast by them	% of total number of valid votes cast
Ballot Paper	0	0	0
Remote e-voting	1	55	0.01
<b>Total</b>	<b>1</b>	<b>55</b>	<b>0.01</b>

(iii) Invalid:

Particulars of Voting	Total number of shareholders whose votes were declared invalid	Total number of votes cast by them
Ballot Paper	0	0
Remote e-voting	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

**Special Business:**

**Item no. 3: Ordinary Resolution**

Appointment of Mr. Satish Ramchandra Dhume (DIN. 00336564) as an Independent Director.

(i) Voted in favour of the resolution:

Particulars of Voting	Number of share-holders voted	Number of votes cast by them	% of total number of valid votes cast
Ballot Paper	29	2849568	97.44
Remote e-voting	4	74907	2.55
<b>Total</b>	<b>33</b>	<b>2924475</b>	<b>99.99</b>

(ii) Voted against:

Particulars of Voting	Number of share-holders voted	Number of votes cast by them	% of total number of valid votes cast
Ballot Paper	0	0	0
Remote e-voting	2	130	0.01
<b>Total</b>	<b>2</b>	<b>130</b>	<b>0.01</b>



(iii) Invalid:

Particulars of Voting	Total number of shareholders whose votes were declared invalid	Total number of votes cast by them
Ballot Paper	0	0
Remote e-voting	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

**Item no. 4: Ordinary Resolution**

Approval of Material Related Party Transactions.

(i) Voted in favour of the resolution:

Particulars of Voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Ballot Paper	27	67	0.09
Remote e-voting	5	74982	99.84
<b>Total</b>	<b>32</b>	<b>75049</b>	<b>99.93</b>

(ii) Voted against:

Particulars of Voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Ballot Paper	0	0	-
Remote e-voting	1	55	0.07
<b>Total</b>	<b>1</b>	<b>55</b>	<b>0.07</b>

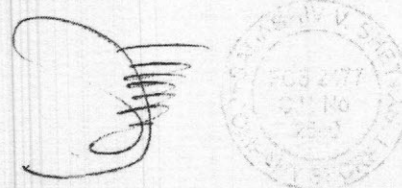
(iii) Invalid:

Particulars of Voting	Total number of shareholders whose votes were declared invalid	Total number of votes cast by them
Ballot Paper	0	0
Remote e-voting	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

**Item no. 5: Special Resolution**

Re-appointment of Mr. Vinay Chopra (DIN: 06543610) as the Managing Director and payment of remuneration to him.

(i) Voted in favour of the resolution:



The image shows a handwritten signature in black ink on the left. To its right is a circular official stamp. The stamp contains the text 'VINAY CHOPRA' at the top, 'DIN: 06543610' in the center, and 'SECRETARY' at the bottom. The stamp is slightly faded and partially overlaps the signature.

Particulars of Voting	Number of share-holders voted	Number of votes cast by them	% of total number of valid votes cast
Ballot Paper	30	2849593	97.44
Remote e-voting	4	74907	2.55
<b>Total</b>	<b>34</b>	<b>2924500</b>	<b>99.99</b>

(ii) Voted against:

Particulars of Voting	Number of share-holders voted	Number of votes cast by them	% of total number of valid votes cast
Ballot Paper	0	0	0
Remote e-voting	2	130	0.01
<b>Total</b>	<b>2</b>	<b>130</b>	<b>0.01</b>

(iii) Invalid:

Particulars of Voting	Total number of shareholders whose votes were declared invalid	Total number of votes cast by them
Ballot Paper	0	0
Remote e-voting	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

**Item no. 6: Special Resolution**

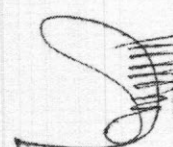
Re-appointment of Ms. Sarita Clifford D' Souza (DIN: 06949439) as an Independent Director.

(i) Voted in favour of the resolution:

Particulars of Voting	Number of share-holders voted	Number of votes cast by them	% of total number of valid votes cast
Ballot Paper	30	2849593	97.43
Remote e-voting	5	74982	2.56
<b>Total</b>	<b>35</b>	<b>2924575</b>	<b>99.99</b>

(ii) Voted against:

Particulars of Voting	Number of share-holders voted	Number of votes cast by them	% of total number of valid votes cast
Ballot Paper	0	0	0
Remote e-voting	1	55	0.01
<b>Total</b>	<b>1</b>	<b>55</b>	<b>0.01</b>

  
 TCS 2477  
 C.P. No.  
 2540  
 SECRETARY

(iii) Invalid:

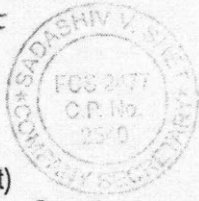
Particulars of Voting	Total number of shareholders whose votes were declared invalid	Total number of votes cast by them
Ballot Paper	0	0
Remote e-voting	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

The Register, all other papers and relevant records relating to remote e-voting and voting through ballot papers shall remain in our safe custody until the Chairperson considers, approves and signs the Minutes of the aforesaid 30<sup>th</sup> AGM and thereafter the same would be handed over to the Company Secretary for safe keeping.

I report that all the Resolutions have been passed by the Shareholders by the requisite majority.

Thanking you,

Yours faithfully,



(Sadashiv V. Shet)  
Practicing Company Secretary  
Membership No. 2477  
C. P. No. 2540

1. Sushma Bandekar

2. Rakhee Malkarnekar

Witness

Date: 27<sup>th</sup> September, 2019  
Place: Panaji-Goa.

Countersigned:

Mr. Satish Ramchandra Dhume  
Chairman  
DIN: 00386564