

**November 25, 2021**

To,  
Listing/Compliance Department  
**BSE LTD.**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400001.

**BSE CODE : 524208**

To,  
Listing/Compliance Department  
**National Stock Exchange of  
India Limited**  
"Exchange Plaza", Plot No. C/1  
G Block Bandra-Kurla Complex,  
Bandra (E), Mumbai - 400 051  
**NSE CODE : AARTIIND**

Dear Sir/Madam,

**Ref : Regulation 44 of SEBI (LODR) Regulations, 2015.**

This has reference to the Postal Ballot Notice dated **October 14, 2021**, seeking approval of the members for appointment of Smt. Natasha Kersi Treasurywala (DIN: 07049212) as an Independent Director of the Company.

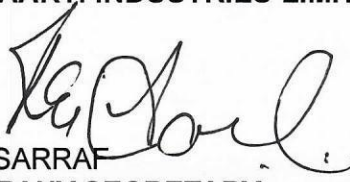
The Shareholders were provided remote e-voting facility to cast their votes electronically.

We would like to inform you that resolution set forth in the notice has been duly passed with requisite majority. We are enclosing herewith the scrutinizer's report and voting results of the Postal Ballot.

Kindly take the same on record and oblige.

Thanking You,

Yours faithfully,  
**FOR AARTI INDUSTRIES LIMITED**

  
RAJ SARRAF  
**COMPANY SECRETARY**  
ICSI M.NO. A15526  
Encl.: as above.



**Outcome of Voting Results as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015**

Date of AGM / EGM	:	NA Resolution passed through Postal Ballot
Total number of shareholders on record date	:	263433
<b>No. of shareholders present in the meeting in person or through proxy</b>		
Promoter and Promoter Group	:	NA
Public	:	NA
<b>No. of Shareholders attended the meeting through video conferencing</b>		
Promoters and Promoter Group	:	NA
Public	:	NA

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Smt. Natasha Kersi Treasurywala as an Independent Director for a period of 3 (Three) years.				
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	160274556	155040090	96.7341	155040090	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>		160274556	155040090	96.7341	155040090	0	100.0000
Public-Institutions	E-Voting	97513620	74572084	76.4735	74572084	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>		97513620	74572084	76.4735	74572084	0	100.0000
Public-Non Institutions	E-Voting	104715859	5747838	5.4890	5725375	22463	99.6092	0.3908
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		104715859	5747838	5.4890	5725375	22463	99.6092
<b>Total</b>		362504035	235360012	64.9262	235337549	22463	99.9905	0.0095
<b>Whether resolution is Pass or Not.</b>							Yes	



**Sunil M. Dedhia**

B. Com., A.C.A., F.C.S.

**Sunil M. Dedhia & Co.**

Company Secretaries

101, Kulkarni Heights, K.W. Chitale Path, Opp. Vartak Hall, Dadar (West), Mumbai 400 028 India  
Telefax: +91 22 24306155 | Mobile: 9821759793 | E-mail: sunil@sunildedhia.com | Website: www.sunildedhia.com

**SCRUTINIZER'S REPORT ON POSTAL BALLOT E-VOTING**

*(Pursuant to Section 108 and 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management & Administration) Rules, 2014).*

The Chairman / Managing Director / Company Secretary

**Aarti Industries Limited**

CIN: L24110GJ1984PLC007301

Plot No. 801, 801/23, GIDC Estate,  
Phase III, Vapi, Dist. Valsad,  
Gujarat 396195

Dear Sir,

In terms of the provisions of Section 108 and 110 of the Companies Act, 2013 read with the Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, I have been appointed as a Scrutinizer by the Board of Directors of Aarti Industries Limited ('the Company') at their meeting held on October 14, 2021 for the purpose of conducting Postal Ballot voting process by electronic means ('e-voting') in a fair and transparent manner for following resolution mentioned in the Postal Ballot Notice dated October 14, 2021 issued to its Members as **Special** Resolution for appointment of Smt. Natasha Kersi Treasurywala (DIN: 07049212) as an Independent Director of the Company:

"RESOLVED THAT pursuant to Section 149, 152 and other applicable provisions of Companies Act 2013 ('Act') and the rules made thereunder read with Schedule IV of the Act and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modifications or re-enactment thereof and rules made thereunder, for the time being in force), in accordance with the recommendation of Nomination and Remuneration Committee and the Board of Directors, Smt. Natasha Kersi Treasurywala (DIN : 07049212), who was appointed as an Additional Director in the category of Independent Director, be and is hereby appointed as an Independent Director, not liable to retire by rotation to hold office for a period of 3 (three) years with effect from October 14, 2021.

RESOLVED FURTHER THAT the Executive Directors & Key Managerial Personnel be and are hereby severally authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

The management of the Company is responsible for ensuring the compliance with the requirements of the Companies Act, 2013 and Rules relating to the voting through Postal Ballot by electronic means on the above resolutions contained in the said Postal Ballot Notice.

Sunil

Mavjibhai

Dedhia

Digitally signed by  
Sunil Mavjibhai  
Dedhia  
Date: 2021.11.25  
19:02:31 +05'30'



My responsibility as the Scrutinizer for the voting process is restricted to make a scrutinizer report of the votes cast "in favour" or "against" the resolution based on the postal ballot voting by electronic means by the shareholders of the Company and on the reports generated from the system provided by National Securities Depository Limited (NSDL) for extending the facility of electronic voting to the shareholders of the Company.

**Accordingly, I submit my report as under:**

1. In accordance with General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020 read with other relevant circulars, including General Circular No. 10/2021 dated June 23, 2021, issued by the Ministry of Corporate Affairs ("MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015("Listing Regulations"), the Company has sent the Postal Ballot Notice in electronic form only to the shareholders for this Postal Ballot. **Accordingly, the communication of the assent or dissent of the members took place through the remote e-voting system only.**
2. As informed to me, the Company had completed the dispatch of the said Postal Ballot Notice electronically on October 23, 2021 to members whose name(s) appeared on the Register of Members /records of Depositories i.e. List of Beneficiaries as on October 15, 2021 (Cut-off date).
3. The Company issued advertisements in 'Financial Express' Newspaper (in English and Gujarati), Ahmedabad Editions on October 25, 2021, informing about the completion of dispatch of the Postal Ballot Notice, electronically to the shareholders along with other related matters mentioned therein.
4. The Company engaged National Securities Depository Limited ('NSDL') via [www.evoting.nsdl.com](http://www.evoting.nsdl.com) for facilitating e-voting to enable the members to cast their votes electronically('Remote e-voting'). The e-voting commenced on Tuesday, October 26, 2021 at 9.00 a.m. and ended on Wednesday, November 24, 2021 at 5.00 p.m. Accordingly, the votes received electronically from the Shareholders for postal ballot were considered for my scrutiny.
5. Particulars of all electronic votes received from the Members have been entered in an electronic register separately maintained for the purpose.
6. I have downloaded the data of e-voting after the E-voting Module was disabled by NSDL. The votes were unblocked at Mumbai on Thursday, November 25, 2021, in the presence of two witnesses, Mrs. Priti Sunil Dedhia and Ms. Kinnari Vijay Dedhia, who are not in the employment of the Company.
7. The Postal Ballot electronic votes were duly scrutinized and the shareholding was matched /confirmed with the Register of members of the Company / List of Beneficiaries as on the 'Cut-off date' provided by Link Intime India Private Limited, the Registrar and Share Transfer Agent of the Company.
8. The soft copy of list of equity shareholders who voted "FOR" and "AGAINST" were also shared with the Company vide email dated November 25, 2021.

9. A summary of the e-voting is given as below:

**Special Resolution for appointment of Smt. Natasha Kersi Treasurywala (DIN : 07049212) as an Independent Director of the Company.**

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

Postal Ballot Voting	Number of members voted	Number of votes casted by them	% of total numbers of valid votes cast
Remote E-voting	1705	235337549	99.991

(ii) Voted **against** the Resolution:

Postal Ballot Voting	Number of members voted	Number of votes casted by them	% of total numbers of valid votes cast
Remote E-voting	67	22463	0.009

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

10. All electronic data and relevant records of voting will remain in my custody until the Chairman / Managing Director/ Company Secretary considers, approves the aforesaid Postal Ballot and the Chairman signs the minutes thereof and the same shall be handed over thereafter to the Company Secretary for safe keeping.
11. Aforesaid resolution contained in the Notice is passed with requisite majority by the Members of the Company as a special resolution as specified under the Companies Act, 2013. You may accordingly declare the result of the voting by Postal Ballot e-voting.

Thanking you,

Yours faithfully,

Sunil  
Mavjibhai  
Dedhia

Digitally signed by  
Sunil Mavjibhai Dedhia  
Date: 2021.11.25  
19:05:23 +05'30'

CS Sunil M. Dedhia

Proprietor, Sunil M. Dedhia & Co.

Practising Company Secretary

FCS No: 3483 C.P. No. 2031

Peer Review Certificate No. 867/2020

UDIN: F003483C001548081

Place: Mumbai

Date: November 25, 2021