



## RALLIS INDIA LIMITED

June 25, 2021

BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai – 400 001  
Scrip Code: **500355**

National Stock Exchange of India Ltd.  
Exchange Plaza  
Bandra-Kurla Complex, Bandra (E)  
Mumbai – 400 051  
Symbol: **RALLIS**

Dear Sir,

**Sub: Proceedings and Voting Results of the 73<sup>rd</sup> Annual General Meeting ('AGM') of Rallis India Limited ('the Company') held on Thursday, June 24, 2021**

The 73<sup>rd</sup> AGM of the Company was held on Thursday, June 24, 2021 at 3.00 p.m. (IST) through Video Conferencing (VC) to transact the business as stated in the Notice dated April 22, 2021, convening the AGM.

In this regard, please find enclosed the following:

- 1) Summary of the proceedings of the AGM of the Company as required under Regulation 30, Para A of Schedule – III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') – **Annexure A**
- 2) Voting results of the businesses transacted at the AGM as required under Regulation 44(3) of the Listing Regulations – **Annexure B**
- 3) Report of the Scrutinizer dated June 25, 2021 pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 – **Annexure C**

The AGM concluded at 6.25 p.m. (IST).

The Voting Results along with the Scrutinizer's Report dated June 25, 2021 is also made available on the Company's website at [www.rallis.co.in](http://www.rallis.co.in).

This is for your information and records.

Thanking you,

Yours faithfully,  
**FOR RALLIS INDIA LIMITED**

  
**YASH SHETH**  
**COMPANY SECRETARY**

Encl.: as above



## RALLIS INDIA LIMITED

### Annexure A

#### **Summary of proceedings of the 73<sup>rd</sup> Annual General Meeting**

The 73<sup>rd</sup> Annual General Meeting ('AGM' or 'Meeting') of the Members of Rallis India Limited ('the Company') was held on Thursday, June 24, 2021 at 3:00 p.m. (IST) via Video Conferencing ('VC'). The Company, while conducting the Meeting, adhered to the circulars issued by the Ministry of Corporate Affairs ('MCA'), the Securities and Exchange Board of India ('SEBI') and other consequential social distancing norms in view of the ongoing Covid-19 pandemic.

The Company Secretary welcomed the Members to the Meeting and briefed them on certain points relating to the participation at the Meeting through VC.

Mr. Bhaskar Bhat chaired the Meeting virtually from Bangalore. The requisite quorum being present, the Chairman called the Meeting to order. The Registers as required under the Companies Act, 2013 were available for inspection electronically. Since there was no physical attendance of Members and in compliance with the Circulars issued by MCA and SEBI, the requirement of appointing proxies was not applicable, except for the authorized representatives of corporate shareholders.

All the Directors attended the Meeting on video conference including Ms. Padmini Khare Kaicker, Chairperson of the Audit Committee, Dr. C. V. Natraj, Chairman of the Nomination & Remuneration Committee and Dr. Punita Kumar Sinha, Chairperson of the Stakeholders Relationship Committee. Mr. Sanjiv Lal, Managing Director & CEO and Mr. Yash Sheth, Company Secretary attended the Meeting from a common location at Mumbai and the Chief Operating Officer, Chief Financial Officer ('CFO') along with other Senior Leadership Team was also present through VC.

The Chairman welcomed Ms. Subhra Gourisaria who recently joined as the CFO of the Company on superannuation of Mr. Ashish Mehta. The Chairman thanked Mr. Ashish Mehta for his contribution during his tenure as the CFO of the Company.

The representatives of B S R & Co. LLP, Statutory Auditors, M/s Parikh and Associates, Secretarial Auditors, M/s. D. C. Dave & Co., Cost Auditors and M/s N. L. Bhatia & Associates, Scrutinizers, were also present at the Meeting through VC.

With the consent of the Members, the Notice of the Meeting was taken as read. The Members were informed that the Statutory Auditors' Report and Secretarial Audit Report did not have any qualifications.

The Chairman made his opening remarks covering the developments in the Company towards India's Agricultural sector, navigating through Covid-19 pandemic and the Company's performance.

Mr. Sanjiv Lal, Managing Director & CEO, made a presentation covering financial performance of the Company, operational highlights and resilience during the year, marketing and engagement campaigns and CSR & volunteering, etc.

The Company Secretary informed the Members that the Company had provided its Members the facility to cast their vote electronically through the National Securities Depository Limited ('NSDL') system before the Meeting. He further informed that the remote e-voting facility was also made available during the AGM for the benefit of Members who were present during the Meeting and had not cast their votes earlier through remote e-voting.

Mr. Bhaskar Upadhyay from M/s N. L. Bhatia & Associates, Practicing Company Secretaries was the Scrutinizer appointed by the Board to scrutinize the votes cast through remote e-Voting before / during the Meeting, in a fair and transparent manner.

Registered Office: 23<sup>rd</sup> Floor, Lodha Excelus, New Cuffe Parade, Off Eastern Freeway, Wadala, Mumbai – 400 037

Tel: +91 22 6232 7400 Website: [www.rallis.co.in](http://www.rallis.co.in)

Corporate Identity No. L36992MH1948PLC014083

**A TATA Enterprise**



## RALLIS INDIA LIMITED

The following resolutions set out in the Notice convening the AGM were put to vote by remote e-voting before / during the Meeting:

Item No.	Details of the Agenda	Resolution required (Ordinary/Special)	Mode of Voting
1.	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2021, together with the Reports of the Board of Directors and Auditors thereon.	Ordinary	Remote e-voting before / during the AGM
2.	To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021 together with the Report of the Auditors thereon.	Ordinary	
3.	To declare dividend for the financial year 2020-21 on Equity Shares.	Ordinary	
4.	To appoint a Director in place of Mr. Bhaskar Bhat (DIN: 00148778), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	
5.	Re-appointment of Dr. C. V. Natraj (DIN: 07132764) as an Independent Director of the Company.	Special	
6.	Re-appointment of Ms. Padmini Khare Kaicker (DIN: 00296388) as an Independent Director of the Company.	Special	
7.	Ratification of Remuneration of the Cost Auditors.	Ordinary	

The Chairman then invited the Members to express their views, ask questions and seek clarifications on the operations and financial performance of the Company and on the resolutions set out in the Notice. The Members were given an opportunity to speak in the order in which they had registered their names. After giving sufficient time to all Members who wished to speak, the Chairman along with the Managing Director & CEO appropriately responded to the queries raised by them.

The Chairman authorized Mr. Yash Sheth, Company Secretary to carry out the voting process and conclude the Meeting. He also authorized the Company Secretary to accept and countersign the Scrutinizer's Report and declare the consolidated voting results. He informed the Members that the combined results of the remote e-voting before as well as remote e-voting during the AGM would be announced within the stipulated time frame and the results along with the Scrutinizer's Report would be intimated to the Stock Exchanges in terms of the Listing Regulations and would be placed on the websites of the Company and NSDL.

The Chairman then thanked the Members for their continued support and for attending and participating in the Meeting. He also thanked the Directors for joining the Meeting virtually. The remote e-voting facility was kept open for the next 15 minutes to enable the Members to cast their vote. Upon completion of the e-voting process, the Company Secretary declared the Meeting closed.



## **RALLIS INDIA LIMITED**

The Scrutinizer's Report was received after conclusion of the Meeting on June 25, 2021. All the Resolutions were declared as passed with requisite majority.

This is for your information and records.

Yours faithfully,  
**FOR RALLIS INDIA LIMITED**

**YASH SHETH**  
**COMPANY SECRETARY**



## RALLIS INDIA LIMITED

### Annexure B

#### 73<sup>rd</sup> Annual General Meeting Voting Results

<b>Date of Annual General Meeting</b>	<b>June 24, 2021</b>
<b>Total Number of shareholders on Record date i.e. June 17, 2021</b>	<b>88,265</b>
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	No arrangement for a physical meeting or appointment of proxy was made as the Meeting was held through VC/OAVM.
Promoter and Promoter Group	
Public	
<b>No. of shareholders present in the meeting through VC/OAVM:</b>	
Promoter and Promoter Group	2
Public	104

Yours faithfully,  
**FOR RALLIS INDIA LIMITED**

**YASH SHETH**  
**COMPANY SECRETARY**

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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2021 together with the Reports of the Board of Directors and				
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		97416610	100.0000	97416610	0	100.0000	0.0000
	Poll	97416610	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	97416610	97416610	100.0000	97416610	0	100.0000	0.0000
Public- Institutions	E-Voting		39408608	81.5695	39408608	0	100.0000	0.0000
	Poll	48312946	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	48312946	39408608	81.5695	39408608	0	100.0000	0.0000
Public- Non Institutions	E-Voting		22526209	46.2177	22525639	570	99.9975	0.0025
	Poll	48739334	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	48739334	22526209	46.2177	22525639	570	99.9975	0.0025
<b>Total</b>		194468890	159351427	81.9419	159350857	570	99.9996	0.0004
Whether resolution is Pass or Not.							Yes	
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	
Public Insitutions	
Public - Non Insitutions	

FOR RALLIS INDIA LIMITED



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Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021 together with the Report of the Auditors thereon.				
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		97416610	100.0000	97416610	0	100.0000	0.0000
	Poll	97416610	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	97416610	97416610	100.0000	97416610	0	100.0000	0.0000
Public- Institutions	E-Voting		39465849	81.6879	39465849	0	100.0000	0.0000
	Poll	48312946	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	48312946	39465849	81.6879	39465849	0	100.0000	0.0000
Public- Non Institutions	E-Voting		22525590	46.2165	22525020	570	99.9975	0.0025
	Poll	48739334	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	48739334	22525590	46.2165	22525020	570	99.9975	0.0025
<b>Total</b>		194468890	159408049	81.9710	159407479	570	99.9996	0.0004
Whether resolution is Pass or Not.							Yes	
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	
Public Insitutions	
Public - Non Insitutions	

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Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare dividend for the financial year 2020-21 on Equity Shares				
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		97416610	100.0000	97416610	0	100.0000	0.0000
	Poll	97416610	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	97416610	97416610	100.0000	97416610	0	100.0000	0.0000
Public- Institutions	E-Voting		39953145	82.6966	39953145	0	100.0000	0.0000
	Poll	48312946	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	48312946	39953145	82.6966	39953145	0	100.0000	0.0000
Public- Non Institutions	E-Voting		22525578	46.2164	22525002	576	99.9974	0.0026
	Poll	48739334	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	48739334	22525578	46.2164	22525002	576	99.9974	0.0026
<b>Total</b>		194468890	159895333	82.2215	159894757	576	99.9996	0.0004
Whether resolution is Pass or Not.							Yes	
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	
Public Insitutions	
Public - Non Insitutions	

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Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Mr. Bhaskar Bhat (DIN: 00148778), who retires by rotation and being eligible, offers himself for re-appointment.				
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		97416610	100.0000	97416610	0	100.0000	0.0000
	Poll	97416610	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	97416610	97416610	100.0000	97416610	0	100.0000	0.0000
Public-Institutions	E-Voting		39683516	82.1385	39257183	426333	98.9257	1.0743
	Poll	48312946	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	48312946	39683516	82.1385	39257183	426333	98.9257	1.0743
Public- Non Institutions	E-Voting		22525587	46.2164	22519575	6012	99.9733	0.0267
	Poll	48739334	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	48739334	22525587	46.2164	22519575	6012	99.9733	0.0267
<b>Total</b>		194468890	159625713	82.0829	159193368	432345	99.7292	0.2708
<b>Whether resolution is Pass or Not.</b>							Yes	
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	
Public Insitutions	
Public - Non Insitutions	

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Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Dr. C. V. Natraj (DIN: 07132764) as an Independent Director of the Company				
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		97416610	100.0000	97416610	0	100.0000	0.0000
	Poll	97416610	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	97416610	97416610	100.0000	97416610	0	100.0000	0.0000
Public-Institutions	E-Voting		39955480	82.7014	39732867	222613	99.4428	0.5572
	Poll	48312946	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	48312946	39955480	82.7014	39732867	222613	99.4428	0.5572
Public- Non Institutions	E-Voting		22525547	46.2164	22519761	5786	99.9743	0.0257
	Poll	48739334	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	48739334	22525547	46.2164	22519761	5786	99.9743	0.0257
<b>Total</b>		194468890	159897637	82.2227	159669238	228399	99.8572	0.1428
Whether resolution is Pass or Not.							Yes	
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	
Public Insitutions	
Public - Non Insitutions	

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Resolution (6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Ms. Padmini Khare Kaicker (DIN: 00296388) as an Independent Director of the Company				
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		97416610	100.0000	97416610	0	100.0000	0.0000
	Poll	97416610	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	97416610	97416610	100.0000	97416610	0	100.0000	0.0000
Public-Institutions	E-Voting		39643479	82.0556	39441941	201538	99.4916	0.5084
	Poll	48312946	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	48312946	39643479	82.0556	39441941	201538	99.4916	0.5084
Public- Non Institutions	E-Voting		22525465	46.2162	22519274	6191	99.9725	0.0275
	Poll	48739334	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	48739334	22525465	46.2162	22519274	6191	99.9725	0.0275
<b>Total</b>		194468890	159585554	82.0623	159377825	207729	99.8698	0.1302
<b>Whether resolution is Pass or Not.</b>							Yes	
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	
Public Insitutions	
Public - Non Insitutions	

FOR RALLIS INDIA LIMITED



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Resolution (7)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of Remuneration of the Cost Auditors				
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		97416610	100.0000	97416610	0	100.0000	0.0000
	Poll	97416610	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	97416610	97416610	100.0000	97416610	0	100.0000	0.0000
Public- Institutions	E-Voting		39650135	82.0694	39650135	0	100.0000	0.0000
	Poll	48312946	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	48312946	39650135	82.0694	39650135	0	100.0000	0.0000
Public- Non Institutions	E-Voting		22525592	46.2165	22519912	5680	99.9748	0.0252
	Poll	48739334	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	48739334	22525592	46.2165	22519912	5680	99.9748	0.0252
<b>Total</b>		194468890	159592337	82.0657	159586657	5680	99.9964	0.0036
Whether resolution is Pass or Not.							Yes	
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	
Public Insitutions	
Public - Non Insitutions	

FOR RALLIS INDIA LIMITED



**YASH SHETH**  
**COMPANY SECRETARY**





**Scrutinizer's Report**

**[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]**

**Mr. Bhaskar Bhat**  
Chairman  
73<sup>rd</sup> Annual General Meeting  
**Rallis India Limited**

Dear Sir,

1. I, **Bhaskar Upadhyay**, Practicing Company Secretary (Membership No. FCS 8663/ C. P. No. 9625), have been appointed as the Scrutinizer, by the Board of Rallis India Limited for the purpose of scrutinizing the remote e-Voting before and during the Annual General Meeting ('AGM') and ascertaining the requisite majority on remote e-Voting before / during the AGM carried out as per the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') on the businesses contained in the Notice of the 73<sup>rd</sup> AGM of the Equity Shareholders of the Company, held on Thursday, June 24, 2021 at 3.00 p.m. (IST) through Video Conferencing facility / other audio visual means.
2. The Management of the Company is responsible to ensure the compliance with the requirements of the Act, Rules and notifications relating to voting through electronic means and SEBI Listing Regulations on the resolutions contained in the Notice of the 73<sup>rd</sup> AGM of the Members of the Company. My responsibility as a Scrutinizer for the remote e-Voting before / during the AGM is restricted in making a Scrutinizer's Report of the votes cast "IN FAVOUR" or "AGAINST" the resolutions stated in the Notice, based on the reports generated from the e-Voting system of National Securities Depository Limited ('NSDL'), the authorized agency to provide e-Voting facilities, engaged by the Company.





3. Further to above, I submit my report as under:

- 3.1. The Company has provided the remote e-Voting facility through NSDL, on their website [www.evoting.nsdl.com](http://www.evoting.nsdl.com). The Company had uploaded all the items of businesses to be transacted on the website of the Company and also, its Service Provider to facilitate their Shareholders to cast their vote through remote e-Voting before / during the AGM.
- 3.2. The Notice of the 73<sup>rd</sup> AGM was sent through email to the Members whose email addresses were registered with the Company and to the Members who had registered themselves with the Registrar & Transfer Agent for obtaining the Notice along with Annual Report of the Company, containing the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided under Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and notifications issued by the Ministry of Corporate Affairs ('MCA').
- 3.3. As prescribed in the Rules and General Circulars issued by the MCA, the Company has also published advertisements in newspapers on Wednesday, May 26, 2021 and Tuesday, June 1, 2021 in Business Standard, Free Press Journal and in Navshakti and it carried all required information as specified in the said rules and notifications.
- 3.4. The Members of the Company as on the "Cut-off" date i.e. Thursday, June 17, 2021 were entitled to vote on the businesses (item no. 1 to 7) as set out in the Notice of the 73<sup>rd</sup> Annual General Meeting.
- 3.5. The Chairman at the 73<sup>rd</sup> AGM held on Thursday, June 24, 2021 through Video Conference/ other audiovisual means announced that Members who have not exercised their votes through remote e-Voting may, if they wish to, exercise their votes through electronic voting system being provided during the meeting.
- 3.6. The remote e-Voting commenced on Monday, June 21, 2021 (9.00 a.m. IST) and ended on Wednesday, June 23, 2021 (5.00 p.m. IST) and the NSDL e-Voting platform was blocked thereafter.
- 3.7. After the closure of the e-voting during the AGM, the report on remote voting done through electronic voting system during the meeting was diligently scrutinized.
- 3.8. The votes cast under remote e-Voting facility were thereafter unblocked. I have scrutinized and reviewed the remote e-Voting and votes tendered





therein based on the data downloaded from the NSDL e-Voting system.

3.9. My consolidated report on the results of voting through remote e-Voting before / during the AGM is as under:

**Item No. 1: -As an Ordinary Resolution: -**

- To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2021 together with the Reports of the Board of Directors and Auditors thereon.

No. of valid Votes cast	No. of members voted in Favour	No. of Votes in Favour	No. of Members voted against	No. of Votes against	% of votes		No. of votes Invalid
					Favour	Against	
159351427	699	159350857	07	570	99.9996	0.0004	0

**Item No. 2: -As an Ordinary Resolution: -**

- To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021 together with the Report of the Auditors thereon.

No. of valid Votes cast	No. of members voted in Favour	No. of Votes in Favour	No. of Members voted against	No. of Votes against	% of votes		No. of votes Invalid
					Favour	Against	
159408049	696	159407479	07	570	99.9996	0.0004	0

**Item No.3: -As an Ordinary Resolution: -**

- To declare dividend for the financial year 2020-21 on Equity Shares.

No. of valid Votes cast	No. of members voted in Favour	No. of Votes in Favour	No. of Members voted against	No. of Votes against	% of votes		No. of votes Invalid
					Favour	Against	
159895333	695	159894757	10	576	99.9996	0.0004	0



**Item No. 4: -As an Ordinary Resolution: -**

- To appoint a Director in place of Mr. Bhaskar Bhat (DIN: 00148778), who retires by rotation and being eligible, offers himself for re-appointment.

No. of valid Votes cast	No. of members voted in Favour	No. of Votes in Favour	No. of Members voted against	No. of Votes against	% of votes		No. of votes Invalid
					Favour	Against	
159625713	668	159193368	37	432345	99.7292	0.2708	0

**Item No. 5: -As a Special Resolution: -**

- Re-appointment of Dr. C. V. Natraj (DIN: 07132764) as an Independent Director of the Company

No. of valid Votes cast	No. of members voted in Favour	No. of Votes in Favour	No. of Members voted against	No. of Votes against	% of votes		No. of votes Invalid
					Favour	Against	
159897637	675	159669238	29	228399	99.8572	0.1428	0

**Item No. 6: - As a Special Resolution: -**

- Re-appointment of Ms. Padmini Khare Kaicker (DIN: 00296388) as an Independent Director of the Company

No. of valid Votes cast	No. of members voted in Favour	No. of Votes in Favour	No. of Members voted against	No. of Votes against	% of votes		No. of votes Invalid
					Favour	Against	
159585554	667	159377825	34	207729	99.8698	0.1302	0





**Item No.7: - As an Ordinary Resolution: -**

- Ratification of Remuneration of the Cost Auditors

No. of valid Votes cast	No. of members voted in Favour	No. of Votes in Favour	No. of Members voted against	No. of Votes against	% of votes		No. of votes Invalid
					Favour	Against	
159592337	676	159586657	30	5680	99.9964	0.0036	0

4. The Electronic Records containing details of the Members, who voted "IN FAVOUR" or "AGAINST" for each resolution under remote e-Voting before / during the meeting has been provided to the Company.
5. The above-mentioned resolutions are deemed to be passed as on the date of the 73<sup>rd</sup> Annual General Meeting of the Company i.e. Thursday, June 24, 2021.
6. You may accordingly declare the result of remote e-Voting and voting through electronic means at the venue of the AGM.

Thanking you,

For NL Bhatia & Associates  
Practising Company Secretaries  
UIN: P1996MH055800  
UDIN: F008663C000512639



Bhaskar Upadhyay  
Partner  
FCS: 8663  
CP No.: 9625

Date: June 25, 2021  
Place: Mumbai

Countersigned

Mr. Yash Sheth  
Company Secretary