



November 24, 2022

To,
The BSE Limited
Department of Corporate Services
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400001
Ref:- Scrip Code:- 500126

To,
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block
Bandra Kurla Complex,
Bandra (East), Mumbai - 400051
Ref:- Scrip Code:- PGHL

Dear Sir/Madam,

Sub:- Disclosure of Voting Results of the 55th Annual General Meeting of Shareholders held on November 23, 2022

We would like to inform you that the 55th Annual General Meeting of the Company was held on November 23, 2022 at 3.30 p.m. through Video Conference / Other Audio-Visual Means.

In this respect, please find enclosed below:

1. Voting results in respect of the business conducted at the Annual General Meeting, as required under Regulation 44 (3) of the SEBI (Listing Obligations & Disclosure Requirements), Regulations, 2015; and
2. Scrutinizer's Report

Kindly take the above on record and oblige.

Thanking you,

For Procter & Gamble Health Limited

*Zeal Shah
Company Secretary*

Procter & Gamble Health Limited

CIN: L99999MH1967PLC013726

Registered Office: Godrej One, 8th Floor,

Pirojshanagar, Eastern Express Highway, Vikhroli East,

Mumbai 400 079 | Tel: (91-22) 6866 9000

www.pghealthindia.com

	PROCTER & GAMBLE HEALTH LIMITED
Date of the AGM/EGM	23-11-2022
Total number of shareholders on record date	66172
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	1
Public:	54

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt the Audited Balance Sheet as at June 30, 2022 and the Statement of Profit and Loss for the Financial Year ended on that date, together with the Reports of the Auditors and Directors 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	86,01,071	86,01,071	100.0000	86,01,071	0	100.0000	0.0000	0	0
	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		86,01,071	100.0000	86,01,071	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	24,41,868	17,95,079	73.5125	17,95,079	0	100.0000	0.0000	0	0
	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		17,95,079	73.5125	17,95,079	0	100.0000	0.0000	0.0000	0
Public- Non Institutions	E-Voting	55,56,443	70,708	1.2725	69,886	822	98.8374	1.1625	0	0
	Poll		850	0.0153	850	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		71,558	1.2878	70,736	822	98.8513	1.1487	0.0079	0
Total		1,65,99,382	1,04,67,708	63.0608	1,04,66,886	822	99.9921	0.0079	0	0

Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - To confirm payment of interim dividend and to declare Final Dividend for the Financial Year ended June 30, 2022.									
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	86,01,071	86,01,071	100.0000	86,01,071	0	100.0000	0.0000	0	0
	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		86,01,071	100.0000	86,01,071	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	24,41,868	17,95,079	73.5125	17,95,079	0	100.0000	0.0000	0	0
	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		17,95,079	73.5125	17,95,079	0	100.0000	0.0000	0.0000	0
Public- Non Institutions	E-Voting	55,56,443	70,708	1.2725	69,936	772	98.9081	1.0918	0	0
	Poll		850	0.0153	850	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		71,558	1.2878	70,786	772	98.9212	1.0788	0	0
Total		1,65,99,382	1,04,67,708	63.0608	1,04,66,936	772	99.9926	0.0074	0	0

Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Mr. Amit Gupta, Executive Director (DIN 08295179), who retires by rotation and being eligible, offers himself for re-appointment.									
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	86,01,071	86,01,071	100.0000	86,01,071	0	100.0000	0.0000	0	0
	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		86,01,071	100.0000	86,01,071	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	24,41,868	17,95,079	73.5125	14,68,376	3,26,703	81.8000	18.1999	0	0
	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		17,95,079	73.5125	14,68,376	3,26,703	81.8001	18.1999	0	0
Public- Non Institutions	E-Voting	55,56,443	70,698	1.2724	69,343	1,355	98.0833	1.9166	0	0
	Poll		850	0.0153	850	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		71,548	1.2877	70,193	1,355	98.1062	1.8938	0	0
Total		1,65,99,382	1,04,67,698	63.0608	1,01,39,640	3,28,058	96.8660	3.1340	0	0

Resolution No.	4									
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Mr. Aalok Agrawal, Non-Executive Director {DIN 08468145}, who retires by rotation and being eligible, offers himself for re- appointment.									
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	86,01,071	86,01,071	100.0000	86,01,071	0	100.0000	0.0000	0	0
	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		86,01,071	100.0000	86,01,071	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	24,41,868	17,95,079	73.5125	14,51,443	3,43,636	80.8567	19.1432	0	0
	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		17,95,079	73.5125	14,51,443	3,43,636	80.8568	19.1432	0	0
Public- Non Institutions	E-Voting	55,56,443	70,620	1.2710	69,234	1,386	98.0373	1.9626	0	0
	Poll		850	0.0153	850	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		71,470	1.2863	70,084	1,386	98.0607	1.9393	0	0
Total		1,65,99,382	1,04,67,620	63.0603	1,01,22,598	3,45,022	96.7039	3.2961	0	0

Resolution No.	5									
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint M/s. Haribhakti & Co. LLP, Chartered Accountants (Firm Registration number 103523W/W100048) as Statutory Auditors of the Company to hold office from the conclusion of this Meeting until the conclusion of the 60th Annual General Meeting, on such remuneration and reimbursement of out-of-pocket expenses, as the Board of Directors may decide.									
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	86,01,071	86,01,071	100.0000	86,01,071	0	100.0000	0.0000	0	0
	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		86,01,071	100.0000	86,01,071	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	24,41,868	17,95,079	73.5125	13,91,006	4,04,073	77.4899	22.5100	0	0
	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		17,95,079	73.5125	13,91,006	4,04,073	77.4900	22.5100	0	0
Public- Non Institutions	E-Voting	55,56,443	70,690	1.2722	60,210	10,480	85.1747	14.8252	0	0
	Poll		850	0.0153	850	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		71,540	1.2875	61,060	10,480	85.3509	14.6491	0	0
Total	1,65,99,382	1,04,67,690	63.0607	1,00,53,137	4,14,553	96.0397	3.9603	0	0	

Resolution No.	6									
Resolution required: (Ordinary/ Special)	ORDINARY - Payment of commission to the Non-Executive Directors of the Company for a period of five years with effect from January 1, 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	86,01,071	86,01,071	100.0000	86,01,071	0	100.0000	0.0000	0	0
	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		86,01,071	100.0000	86,01,071	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	24,41,868	17,95,079	73.5125	17,94,669	410	99.9771	0.0228	0	0
	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		17,95,079	73.5125	17,94,669	410	99.9772	0.0228	0.0000	0
Public- Non Institutions	E-Voting	55,56,443	70,511	1.2690	68,935	1,576	97.7648	2.2351	0	0
	Poll		850	0.0153	850	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		71,361	1.2843	69,785	1,576	97.7915	2.2085	0.0000	0
Total		1,65,99,382	1,04,67,511	63.0596	1,04,65,525	1,986	99.9810	0.0190	0	0

Resolution No.	7									
Resolution required: (Ordinary/ Special)	ORDINARY - Ratification of remuneration payable to the Cost Auditor for the Financial Year 2022-23.									
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	86,01,071	86,01,071	100.0000	86,01,071	0	100.0000	0.0000	0	0
	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		86,01,071	100.0000	86,01,071	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	24,41,868	17,95,079	73.5125	17,95,079	0	100.0000	0.0000	0	0
	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		17,95,079	73.5125	17,95,079	0	100.0000	0.0000	0.0000	0
Public- Non Institutions	E-Voting	55,56,443	70,452	1.2679	60,238	10,214	85.5021	14.4978	0	0
	Poll		850	0.0153	850	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		71,302	1.2832	61,088	10,214	85.6750	14.3250	0	0
Total		1,65,99,382	1,04,67,452	63.0593	1,04,57,238	10,214	99.9024	0.0976	0	0

Combined Report of Scrutinizer for Remote e-Voting and e-Voting during AGM

To,

Mr. Suresh Talwar

The Chairperson of 55th Annual General Meeting of Procter & Gamble Health Limited

Held on Wednesday, November 23, 2022 at 3.30 p.m. (IST) through video conferencing (“VC”)/ other audio-visual means (OVAM).

Dear Sir,

Combined Scrutinizer’s Report on voting through Remote e-voting and electronic voting during the AGM in terms of provisions of the Companies Act, 2013 (herein after referred to as “Act”) read with the Rules issued there under and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

I, **CS Nrupang B. Dholakia, Designated Partner of Dholakia & Associates LLP, Company Secretaries** was appointed as the Scrutinizer by the Board of Directors of **Procter & Gamble Health Limited (“the Company”)** pursuant to Section 108 of the Companies Act, 2013 read with Rules made there under to scrutinize the electronic voting (Remote e-Voting) and the electronic voting during the Annual General Meeting (e-Voting) for the resolutions contained in the Notice of 55th Annual General Meeting (“Meeting or AGM”) of the Company (“Meeting” /“AGM”), submit my combined report as under:

1. The AGM was held in compliance with the various MCA Circulars and SEBI Circulars regarding holding of the “AGM” through Video Conferencing (VC)/Other Audio-Visual Means (OVAM) without the physical presence of the Members at a common venue.
2. Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to e-voting (which includes remote e-Voting and the electronic voting during the AGM) by the Members on the resolutions proposed in the Notice convening the 55th AGM of the Company was the responsibility of the management. My responsibility as a scrutinizer was to ensure that the voting process is conducted in a fair and transparent manner and render a combined scrutinizer’s report on the voting to the Chairman on the resolutions.

Scrutinizer’s Report – Combined (Remote e-Voting and e-Voting at AGM) – Procter & Gamble Health Limited – 55th AGM

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3. The e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting during the AGM by electronics means (e-voting) was provided by National Securities Depository Limited ('NSDL').
4. The Members of the Company as on the "cut-off" date i.e. Wednesday, November 16, 2022 were entitled to vote on the resolutions.
5. The remote e-voting period commenced on Friday, November 18, 2022 at 9:00 a.m. (IST) and concluded on Tuesday, November 22, 2022 at 5:00 p.m. (IST).
6. The e-voting during the AGM was conducted online on the website of NSDL i.e. www.evoting.nsdl.com.
7. The facility to vote through electronic voting system as stated in point 6 above had also been provided to facilitate voting for those Members who were present during the Meeting through VC/OAVM and has not participated in the Remote e-Voting to record their votes on the resolutions to be passed.
8. After the closure of the e-voting after 30 minutes of conclusion of AGM, the votes cast through e-voting during the AGM and through remote e-voting prior to the date of AGM were unblocked from the website of NSDL i.e. www.evoting.nsdl.com on Wednesday, November 23, 2022 in the presence of two witnesses who are not in the employment of the Company.
9. I hereby submit a combined scrutinizer's report pursuant to rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the Notice of the aforesaid 55th AGM based on the scrutiny of remote e-voting and the e-voting during the AGM and votes cast therein relying on the data downloaded from the electronic voting system of NSDL.
10. Members who had exercised their vote through Remote e-Voting were not allowed to vote during the AGM in compliance with Rule 20(4)(xi) of the Companies (Management and Administration) Rules, 2014.



11. The Combined Result (Remote e-Voting + e-Voting during the AGM) is as under:

1. Item No 1: To receive, consider and adopt the Audited Balance Sheet as at June 30, 2022 and the Statement of Profit and Loss for the Financial Year ended on that date, together with the Reports of the Auditors and Directors thereon (Ordinary Resolution).

Particulars	Number of Members who cast vote	No. of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
A. Remote e-Voting		
Total Votes received	310	1,04,66,858
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	310	1,04,66,858
B. e-Voting during the AGM		
Total Votes received	2	850
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	2	850
C. Combined (A+B)		
Total Votes received	312	1,04,67,708
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	312	1,04,67,708



(i) Voted in favour of the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
303	1,04,66,036	99.99
B. e-Voting during the AGM		
2	850	100
C. Combined (A+B)		
305	1,04,66,886	99.99

(ii) Voted against the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
7	822	0.01
B. e-Voting during the AGM		
NIL	NIL	NIL
C. Combined (A+B)		
7	822	0.01



2. Item No 2: To confirm payment of interim dividend and to declare Final Dividend for the Financial Year ended June 30, 2022 (Ordinary Resolution).

Particulars	Number of Members who cast vote	No. of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
A. Remote e-Voting		
Total Votes received	310	1,04,66,858
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	310	1,04,66,858
B. e-Voting during the AGM		
Total Votes received	2	850
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	2	850
C. Combined (A+B)		
Total Votes received	312	1,04,67,708
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	312	1,04,67,708



(i) Voted in favour of the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
306	1,04,66,086	99.99
B. e-Voting during the AGM		
2	850	100
C. Combined (A+B)		
308	1,04,66,936	99.99

(ii) Voted against the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
4	772	0.01
B. e-Voting during the AGM		
NIL	NIL	NIL
C. Combined (A+B)		
4	772	0.01



3. Item No 3: To appoint a Director in place of Mr. Amit Gupta, Executive Director (DIN 08295179), who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution).

Particulars	Number of Members who cast vote	No. of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
A. Remote e-Voting		
Total Votes received	310	1,04,66,848
<u>Less:</u> Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	310	1,04,66,848
B. e-Voting during the AGM		
Total Votes received	2	850
<u>Less:</u> Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	2	850
C. Combined (A+B)		
Total Votes received	312	1,04,67,698
<u>Less:</u> Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	312	1,04,67,698



(i) Voted in favour of the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
253	1,01,38,790	96.87
B. e-Voting during the AGM		
2	850	100
C. Combined (A+B)		
255	1,01,39,640	96.87

(ii) Voted against the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
57	3,28,058	3.13
B. e-Voting during the AGM		
NIL	NIL	NIL
C. Combined (A+B)		
57	3,28,058	3.13



4. Item No 4: To appoint a Director in place of Mr. Aalok Agrawal, Non-Executive Director (DIN 08468145), who retires by rotation and being eligible, offers himself for re-appointment (Ordinary Resolution).

Particulars	Number of Members who cast vote	No. of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
A. Remote e-Voting		
Total Votes received	307	1,04,66,770
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	307	1,04,66,770
B. e-Voting during the AGM		
Total Votes received	2	850
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	2	850
C. Combined (A+B)		
Total Votes received	309	1,04,67,620
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	309	1,04,67,620



(i) Voted in favour of the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
241	1,01,21,748	96.70
B. e-Voting during the AGM		
2	850	100
C. Combined (A+B)		
243	1,01,22,598	96.70

(ii) Voted against the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
66	3,45,022	3.30
B. e-Voting during the AGM		
NIL	NIL	NIL
C. Combined (A+B)		
66	3,45,022	3.30



5. **Item No 5: To re-appoint M/s. Haribhakti & Co. LLP, Chartered Accountants (Firm Registration number 103523W/W100048) as Statutory Auditors of the Company to hold office from the conclusion of this Meeting until the conclusion of the Sixtieth Annual General Meeting, on such remuneration and reimbursement of out-of-pocket expenses, as the Board of Directors may decide. (Ordinary Resolution).**

Particulars	Number of Members who cast vote	No. of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
A. Remote e-Voting		
Total Votes received	309	1,04,66,840
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	309	1,04,66,840
B. e-Voting during the AGM		
Total Votes received	2	850
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	2	850
C. Combined (A+B)		
Total Votes received	311	1,04,67,690
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	311	1,04,67,690



(i) Voted in favour of the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
289	1,00,52,287	96.04
B. e-Voting during the AGM		
2	850	100
C. Combined (A+B)		
291	1,00,53,137	96.04

(ii) Voted against the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
20	4,14,553	3.96
B. e-Voting during the AGM		
NIL	NIL	NIL
C. Combined (A+B)		
20	4,14,553	3.96



6. Item No 6: Payment of commission to the Non-Executive Directors of the Company for a period of five years with effect from January 1, 2023 (Ordinary Resolution).

Particulars	Number of Members who cast vote	No. of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
A. Remote e-Voting		
Total Votes received	307	1,04,66,661
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	307	1,04,66,661
B. e-Voting during the AGM		
Total Votes received	2	850
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	2	850
C. Combined (A+B)		
Total Votes received	309	1,04,67,511
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	309	1,04,67,511



(i) Voted in favour of the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
280	1,04,64,675	99.98
B. e-Voting during the AGM		
2	850	100
C. Combined (A+B)		
282	1,04,65,525	99.98

(ii) Voted against the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
27	1,986	0.02
B. e-Voting during the AGM		
NIL	NIL	NIL
C. Combined (A+B)		
27	1,986	0.02



7. Item No 7: Ratification of remuneration payable to the Cost Auditor for the Financial Year 2022-23 (Ordinary Resolution).

Particulars	Number of Members who cast vote	No. of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
A. Remote e-Voting		
Total Votes received	306	1,04,66,602
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	306	1,04,66,602
B. e-Voting during the AGM		
Total Votes received	2	850
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	2	850
C. Combined (A+B)		
Total Votes received	308	1,04,67,452
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	308	1,04,67,452



(i) Voted in favour of the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
291	1,04,56,388	99.90
B. e-Voting during the AGM		
2	850	100
C. Combined (A+B)		
293	1,04,57,238	99.90

(ii) Voted against the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
15	10,214	0.10
B. e-Voting during the AGM		
NIL	NIL	NIL
C. Combined (A+B)		
15	10,214	0.10

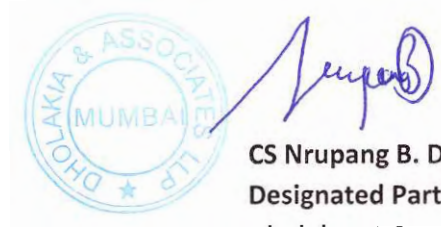
12. You may, accordingly, declare the results of the Remote e-Voting and e-Voting during AGM.



13. All the relevant records of Remote e-Voting and e-voting during AGM will be e-mailed to the Chairperson and the Company Secretary of the Company after the Chairperson considers, approves and signs the minutes of the Annual General Meeting in compliance with Rule 20(4)(xv) of Companies (Management and Administration) Rules, 2014.

Thanking you,

Yours faithfully,



CS Nrupang B. Dholakia
Designated Partner
Dholakia & Associates LLP
(Company Secretaries)
FCS: 10032 CP No: 12884

UDIN: F010032D002116081

Place: Mumbai

Date: 24th November, 2022