

## RALLIS INDIA LIMITED

## Corporate Identity No. L36992MH1948PLC014083

2nd Floor Sharda Terraces Plot No 65 Sector 11 CBD Belapur Navi Mumbai 400 614 Tel 91 22 6776 1657 Fax 91 22 6776 1775 email pmeherhomji@rallis.co.in

Mrs P S Meherhomji
Company Secretary
25<sup>th</sup> June, 2016

The General Manager Corporate Relations Department BSE Li nited Phiroze Jeejeebhoy Towers Dalal Street Mumbai 400 001 Asst. Vice President
National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor
Plot No. C/1, G Block
Bandra - Kurla Complex
Bandra (E), Mumbai 400 051

Dear Sir,

Sub:	Voting results at Annual	General	Meeting	held c	n 24 <sup>th</sup>	June,	2016

As required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit the Voting Results for the resolutions forming part of the notice of the Annual General Meeting of the Company held on 24<sup>th</sup> June, 2016:

### **Details of Voting Results:**

Date cf the AGM	24 <sup>th</sup> June, 2016
Total number of shareholders on record date: Book Closure: 14 <sup>th</sup> June, 2016 to 24 <sup>th</sup> June, 2016 (both days inclusive)	37,214
Cut-off date for E-voting: 17 <sup>th</sup> June, 2016	
No. of Shareholders present at the meeting either in person or through proxy:  • Promoter and promoter group	3
Public	82
Number of Shareholders who attended the meeting through Video Conferencing	Not Applicable

.....2/-



## :2:

## Agen <u>la - wise</u>

Item No.	Details of the Agenda	Resolution required (Ordinary/ Special)	Whether promoter/ promoter group are interested in the agenda/resoluti on?	Remarks
1	Adoption of Audited Financial Statements, Board's and Auditors' Reports for the financial year ended 31st March, 2016	Ordinary	No	The resolution was passed with requisite majority
2	Adoption of Audited Consolidated Financial Statements and Auditors' Report for the financial year ended 31st March, 2016	Ordinary	No	The resolution was passed with requisite majority
3	Declaration of dividend for the year 2015-16 on Equity Shares	Ordinary	No	The resolution was passed with requisite majority
4	Re-appointment of Mr. R. Mukundan, who retires by rotation	Ordinary	No	The resolution was passed with requisite majority
5	Ratification of appointment of Statutory Auditors and fixing their remuneration	Ordinary	No	The resolution was passed with requisite majority
6	Appointment of Mr. Bhaskar Bhat as Director	Ordinary	No	The resolution was passed with requisite majority
7	Ratification of Cost Auditors' remuneration	Ordinary	No	The resolution was passed with requisite majority



:3:

The combined results of voting through e-voting and poll taken at the Annual General Meet ng are enclosed in the prescribed format. The Scrutinizer's Report on the combined voting results is also enclosed.

Thanking You,

Yours faithfully, RALLIS INDIA LIMITED

(P. S. MEHERHOMJI)

Encl: a/a

RALLIS INDIA LIMITED
Adoption of Audited Financial Statements, Board's and Auditors' Reports for the financial year ended 31st March, 2016

0.000	22.222	150	129685343	66.6870	129685493	194468890		Grand Totals	
0.2438	99./542	150	60864	0.1057	61014	57736062	Total		
0.000	100.000	0	10702	0.0185	10702	57736062	Poll	Institutions)	
0.000	6107.66	ner	50162	0.0871	50312	57736062	E-voting	Public Shareholding (Non-	ω
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				0.00	3220700	OTZOTCEC	lotal		
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		17	Pagulations 20	- 1	100			A STATE OF THE STA	



RALLIS INDIA LIMITED
Adoption of Audited Consolidated Financial Statements and Auditors' Report for the financial year ended 31st March, 2016

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RALLIS INDIA LIMITED

Declaration of dividend for the year 2015-16 on Equity Shares

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0.0000	100.0000	38	129685251	62 6860	Ţ	10110000	1000		
0.0625	99.93/5	38	60772	0.1053	60810	57736062	Total		
0.000	100.000		10/12	0.0186	10712	57736062	Poll	Institutions)	,
0.000	200,000			0.0868	50098	57736062	E-voting	Public Shareholding (Non-	اد
0 0759	09 9241	32							
						OTZOTCEC	10131		-
0.0000	100.0000	0	32207869	81.9201	37707869	20216718	1 (1)		
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0.0000	100.0000	0	32207869	81.9201	32207869	39316218	E-voting	Public Institutions	J
2000									
	100.000		9/410010	100.000	97416610	97416610	Total		
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0.000	100.0000	0	97416610	100.0000	97416610	97416610	E-voting	Disposition and Disposition Cropping	
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		015	Regulations, 2015	_	tion 44(3) of S	S Se Perila	for upporting		



RALLIS INDIA LIMITED Re-appointment of Mr. R. Mukundan, who retires by rotation

			173004010	66.666	129685038	194468890		Grand Totals	
0.0001	99999	168		1	T	0,,,000	וטנמו		
0.2774	99.7226	168	60391	0.1049	60559	57736062	10+3	וושנונסמסוים)	
0.0000	100.000	0	10712	0.0186	10712	57736062	Poll	Institutions)	(
0,000	100.000			0.0863	4984/	57736062	E-voting	Public Shareholding (Non-	اد
0.3370	00 6630	160							_
0.000	100.000	c	32207869	81.9201	32207869	39316218	Total		
0.000	0.000		0	0.0000	0	39316218	Poli		ı
0 0000	0.000		2220/009	1076.18	3220/869	39316218	E-voting	Public Institutions	2
0.0000	100 0000	0	0307070	21					
0.000	100.000	c	97416610	100.0000	97416610	97416610	Total		
0.000	0.0000	0	0	0.0000	0	97416610	Poll		ŀ
0.000	100.000		97416610	100.0000	97416610	97416610	E-voting	Promoter and Promoter Group	-
001.[(2)	001.[(7)			1)]*100			-		
[/]=[(5)/	[6]=[(4)/ [/]=[(5)/(5)]	[5]	[4]	[3]=[(2)/(	[2]	[1]			
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							o lot report	Decar	
		015	Regulations, 2015	$\smile$	tion 44(3) of S	Details for reporting as per Regulation 44(3) of SEBI (LODR	s for reporting	Dotai	



RALLIS INDIA LIMITED
Ratification of appointment of Statutory Auditors and fixing their remuneration

			1/1400171	66.6868	129685041	194468890		Grand Totals	
6.6475	3575	0.538	T	0.1049	29509	57736062	Total		
0.6605	395	400			100	2//2000	70	Institutions)	
1.8671	98.1329	200	10512	0.0186	10712	57736060	ם ו	Fublic State folding (Notice	u
0.4012	99.5988	200	49650	0.0863	49850	57736062	E-voting	District Characteristics (Non-	اد
2013	2000								
						09010210	וסנמו		
26.7651	73.2349	8620467	23587402	81.9201	32207869	39316218	Total		
0.000	0.0000	C	0	0.0000	0	39316218	Poll		7
26.7651	/3.2349	8620467	23587402	81.9201	32207869	39316218	E-voting	Public Institutions	2
127 25									
	100.000		0.10014/6	100.000	97416610	97416610	Total		
0.0000	100 000	0	Ī	2000		77710010	70		
0.0000	0.0000	0	0	0.0000	0	97416610	DOI:	רוטוווטנפו מוומ וויסוווסנפו פויסבר	
0.0000	100.0000	0	97416610	100.0000	97416610	97416610	E-voting	Promoter and Promoter Group	1
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[7]=[(5)/	[6]=[(4)/	[5]	[4]	[3]=[(2)/(	[2]	Ξ			
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% of	% of	No. of Votes -	No. of Votes -	% of Votes	No. of votes	Total No. of	Mode of		Vesolucio
								On No 5	Pacolition No 5
			Regulations, 2010		tion 44(3) of 5	Details for reporting as per Regulation 44(3) of SEBI (LOUK)	s for reportir	Detail	
		315			330 (6)11				



# RALLIS INDIA LIMITED Appointment of Mr. Bhaskar Bhat as Director

								Grand Totals	
0.4,0,	99.5233	618199	129067034	66.6869	129685233	194468890	1000		
	Ī		60359	0.1052	60754	57736062	Total	Ill Science (Co. 12)	
0.6502	99 3498	207		0.0100	71/01	5//36062	Poll	(Institutions)	
1.2136	98.7864	130	10582	0 0186	10717	27770002	E-Voting	Public Shareholding (Non-	ω
	99.4704	265	49777	0.0867	50042	57736062	1		
	70.00	100/10	31590065	81.9201	32207869	39316218	Total		•
1.9182	98 0818	7,082.19		0.000	C	39316218	Poll		
0.000	0.0000	0	0	0 0000	0	0120100	E-Voting	Public Institutions	2
	98.0818	617804	31590065	81.9201	37707869	20216218			
24 03									
				20000	9/410010	9/416610	Total		
0.000	100.0000	0	97416610	100 0000	07416610		701		
2000	0.000			0.0000	0	97416610	DOI	Flouroter and Homoco.	-
0.0000	0000	O.	2	100.000	2/410010	9/416610	E-voting	Dromoter and Promoter Group	
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13	(2)]*100			1)]*100					
1001*100	(2) 1 (2)	_	[4]	[3]=[(2)/(	[2]	F11			
[7]=[(5)/	[6]=[(4)/								
polled	polled			2					
votes	votes			chares					
against on	favour on			3_	bolled.	Snares neid	voting		
Votes	Votes in	against \			-		Mode of	Category	
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						ig as per regular	for reporting	Details	
		)15	Regulations, 2015	$\overline{}$	ion 44(3) of SE	in Continue to per perulation 44(3) of SEBI (LODR			



## RALLIS INDIA LIMITED Ratification of Cost Auditors' remuneration

								Glasia Johnson	
	T		17300/020	66.6867	129684962	194468890		Canad Totals	
0.0132	99.9868	17072	T		Γ	5//36062	Total		
1,2890	98.7104	780	59703	0.1048	28709	200000	POI	Institutions)	
2000			10/12	0.0186	10712	57736062	0	Public State Folding (140)	u
0000					49//1	57736062	E-voting	b. Lie Charabolding (Non-	
1.5672	98.4328	780	48991		10771				
							וסנמו		
	T	7670T	321915//	81.9201	32207869	39316218	Total		
0.0506	٥			0.0000	ے	39316218	Poll		
0.0000	0.0000	0		25.05.0	22207002	39316218	E-voting	Public Institutions	J
0.0506	99.9494	16292	32191577	81 9201	22202869	20216210			
			Ĺ						
			3777.0010	T00.000	9/416610	97416610	Total		
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0000	100.000		9/416610	100.0000	97416610	97416610	E-voting		
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		015	Regulations, 2015		ion 44(3) of SI	Section 25 per Regulation 44(3) of SEBI (LODR)	for roportin		
_									



Tel. : 91-022-2506 3310
Tel. : 91-022-2506 0321
E-mail : navnitlb@hotmail.com

brupadhyay@hotmail.com

Website: www.nlba.in

## 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 68<sup>th</sup> Annual General meeting Rallis India Limited

Dear Sir,

- 1. I, N. L. Bhatia, Practicing Company Secretary (Membership No. FCS 1176 / C.P No. 422), have been appointed as scrutinizer, by the Board of Directors of Rallis India Limited for the purpose of scrutinizing the remote e-voting and ballot process at the Annual General Meeting and ascertaining the requisite majority on remote e-voting and ballot process carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on the resolutions contained in the notice of the 68th Annual General Meeting (AGM) of the Equity Shareholders of the Company, held on the 24th June, 2016 at Walchand Hirachand Hall, 4th Floor, Indian Merchants' Chamber Building, IMC Marg, Churchgate, Mumbai 400 020.
- 2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on the resolutions contained in the Notice of the 68th Annual General Meeting of the members of the Company. My responsibility as a scrutinizer for the remote e-voting and ballot processes 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 provided by National Securities Depository Limited



Page 1 of 5

(NSDL), the authorized agency to provide e-voting facilities, engaged by the Company, and ballot papers made available at the Annual General Meeting.

- 3. Further to above, I submit my report as under:
- 3.1. The Company has provided the e-voting facility through NSDL, on their website www.evoting.nsdl.com. The Company had uploaded all the items of businesses to be transacted on the website of the Company and also it's Service Provider to facilitate their shareholders to cast their vote through e-voting.
- 3.2. The notices sent (both through email and physical form) contained 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.
- 3.3. As prescribed in the said Rules, the Company has also published an advertisement in newspaper on May 31, 2016 in Businessline and in Mumbai Lakshadeep and it carried the required information as specified in the said rules.
- 3.4. The members of the Company as on the "cut-off' date i.e.17th June, 2016 were entitled to vote on the resolutions (item no. 1 to 7) as set out in the notice of the 68th Annual General Meeting.
- 3.5. The Chairman at the 68th Annual General meeting, held on 24th June, 2016 had announced that members who have not exercised their votes through remote evoting may, if they wish to, exercise their votes through ballot at the meeting.
- 3.6. The remote e-voting commenced from 21st June, 2016 (9:00 a.m.) and ended on 23rd June, 2016 (5:00 p.m.).
- 3.7. The votes cast were unblocked after the AGM in the presence of two witnesses, Ms Kinjal Kotak and Ms Astha Purwar who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

fred Arthur

3.8. My combined report on the results of voting through e-voting and ballot at the Annual General Meeting is as under;



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

 To receive, consider and adopt the Audited Financial Statements for the financial year ended 31<sup>st</sup> March, 2016 together with the Reports of the Board of Directors and Auditors thereon.

No of	No of Votes	No of Votes	No of	% of v	otes	No of
Shares held	cast	in Favor	Votes against	Favor	Against	Votes Invalid / abstained
194468890	129685493	129685343	150	99,9999	0.0001	2

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

 To receive, consider and adopt the Audited Consolidated Financial Statements for the financial year ended 31st March, 2016 together with the Report of the Auditors thereon.

No of	No of Votes	No of Votes	No of	% of	f votes	No of
Shares held	cast	in Favor	Votes against	Favor	Against	Votes Invalid / abstained
194468890	129685293	129685293	0	100	0	3

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

To declare dividend for the financial year 2015-16 on Equity Shares.

No of	No of Votes	No of Votes	No of	% of votes		No of
Shares held	cast	in Favor	Votes agains t	Favor	Agains t	Votes Invalid / abstained
194468890	129685289	129685251	38	100	0	4



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

 To appoint a Director in place of Mr. R. Mukundan (DIN No. 00778253) who retires by rotation and being eligible offers himself for reappointment.

No of Shares held	No of Votes cast	No of Votes in Favor	No of Votes	% of votes		No of Votes
The state of the s			against	favor	against	Invalid / abstained
94468890	129685038	129684870	168	99,9999	0.0001	6

### Item No. 5:- As an Ordinary Resolution :-

• Ratification of appointment of Statutory Auditors and fixing their remuneration.

No of Spares held	No of Votes No of Votes in Favor	No of Votes in Favor	No of Votes against	% of votes		No of Votes
				Favor	against	Invalid / abstained
194468890	129685041	121064174	8620867	93.3525	6.6475	8

### Item No. 6:- As an Ordinary Resolution :-

Appointment of Mr. Bhaskar Bhat (DIN No 00148778) as Director.

-No of Shares held	No of Votes cast	No of Votes in Favor	No of Votes against	% of votes		No of Votes
				Favor	against	Invalid / abstained
1 34468890	129685233	129067034	618199	99.5233	0.4767	4



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

Ratification of Cost Auditors' remuneration.

No of Shares held	No of Votes cast	No of Votes in Favor	No of Votes	% of votes		No of Votes
			against	Favor	against	Invalid / abstained
194468890	129684962	129667890	17072	99.9868	0.0132	5

- 4. A Register and all other papers and relevant records containing details of equity shareholders, who voted "IN FAVOUR", or "AGAINST" and those whose votes were declared invalid for each resolution under remote e-voting and voting done at the AGM through Ballot Paper shall remain in our safe custody until the Chairman approves and signs the Minutes of the aforesaid AGM and the same would thereafter be handed over to the Company Secretary for safe keeping.
- 5. The above mentioned resolutions are deemed to be passed as on the date of the 68th Annual General Meeting of the Company
- 6. You may accordingly declare the result of voting by e-voting and Ballot paper at the AGM.

Thanking you,

Place: Mumbai Date: June 24, 2016 CS CS

Yours faithfully,

N.L.Bhatia, FCS
Practicing Company Secretary

Scrutinizer FCS:-1176 C.P NO. 422

Countersigned

Mrs. P. S. Meherhomji (Company Secretary)