# emami* limited 

The Secretary<br>The National Stock Exchange of India Ltd.<br>Exchange Plaza, Plot No. C/1, G. Block<br>Bandra Kurla Complex, Bandra (E)<br>Mumbai - 400051

The Secretary

## BSE Limited

Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400001
Dear Sirs,

## $38^{\text {th }}$ Annual General Meeting- e-Voting Results

We would like to inform you that all the resolutions have been passed with requisite majority at $38^{\text {th }}$ Annual General Meeting of the Company as set out in the AGM Notice.

In compliance of Regulation 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 we are enclosing herewith voting results in the prescribed format along with Report of the Scrutinizer pursuant to Section 108 of The Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

This is for your information and record

Thanking You,
Yours Faithfully,
For Emami Limited


## A. K. Joshi

Company Secretary \& VP- Legal
Encl. As above.

| Date of the AGM | 29-Sep-21 |
| :--- | :---: |
| Total Number of Shareholders on Record Date | 84203 |
| No. of Shareholders Present in the Meeting Either in | NA |
| Person or Through Proxy : |  |
| Promoter \& Promoter Group |  |
| Public |  |
| Total | 85 |
| No. of Shareholders Attended the Meeting Through Video | 39 |
| Conferencing : | 124 |
| Promoter \& Promoter Group |  |
| Public |  |


| 1 | To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on March 31, 2021 together with the Reports of the Board of Directors and Auditors thereon and the Consolidated Audited Financial Statements of the Company for the financial year ended March 31, 2021 |  |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| 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 $\begin{gathered} (7)=[(5) /(2)] \\ * 100 \\ \hline \end{gathered}$ |
| Promoter \& | Remote Evoting | 239393412 | 239068412 | 99.86424 | 239068412 | 0 | 100.00000 | 0.00000 |
| Promoter | Evoting at AGM |  | 0 |  | 0 | 0 |  |  |
| Group | Postal Ballot (if applicable) |  | N.A. |  | N.A. | N.A. | N.A. | N.A. |
|  | Total |  | 239068412 | 99.86424 | 239068412 | 0 | 100.00000 | 0.00000 |
| Public- | Remote Evoting | 164015708 | 140675166 | 85.76933 | 140143482 | 531684 | 99.62205 | 0.37795 |
| Institutional | Evoting at AGM |  | 0 | 0.00000 | 0 | 0 | 0.00000 | 0.00000 |
| holders | Postal Ballot (if applicable) |  | N.A. |  | N.A. | N.A. | N.A. | N.A. |
|  | Total |  | 140675166 | 85.76933 | 140143482 | 531684 | 99.62204843 | 0.377951571 |
| Public-Non | Remote Evoting | 41104620 | 9788363 | 23.81329 | 9785356 | 3007 | 99.96928 | 0.03072 |
| Institution | Evoting at AGM |  | 441 | 0.00107 | 441 | 0 | 100.00000 | 0.00000 |
| holders | Postal Ballot (ificerpplicalble) |  | N.A. |  | N.A. | N.A. | N.A. | N.A. |
|  | Total |  | 9788804 | 23.81436 | 9785797 | 3007 | 99.96928 | 0.03072 |
|  |  | 444513740 | 389532382 | 87.63112 | 388997691 | 534691 | 99.86274 | - 0.13726 |


| 2 | To confirm the payment of two Interim Dividends aggregating to Rs. 8 per equity share for the financial year 2020-21. |  |  |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| 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 $\begin{gathered} (6)=[(4) /(2)]^{*} \\ 100 \end{gathered}$ |  | \% of votes against on votes polled $\begin{gathered} (7)=[(5) /(2)] \\ * 100 \end{gathered}$ |
| Promoter \& | Remote Evoting | 239393412 | 239068412 | 99.86424 | 239068412 | 0 | 100.00000 |  | 0.00000 |
| Promoter | Evoting at AGM |  | 0 |  | 0 | 0 |  |  |  |
| Group | Postal Ballot (if applicable) |  | N.A. |  | N.A. | N.A. | N.A. | N.A. |  |
|  | Total |  | 239068412 | 99.86424 | 239068412 | 0 | 100.00000 |  | 0.00000 |
| Public- | Remote Evoting | 164015708 | 141150667 | 86.05924 | 140669091 | 481576 | 99.65882 |  | 0.34118 |
| Institutional | Evoting at AGM |  | 0 | 0.00000 | 0 | 0 | 0.00000 |  | 0.00000 |
| holders | Postal Ballot (if applicable) |  | N.A. |  | N.A. | N.A. | N.A. | N.A. |  |
|  | Total |  | 141150667 | 86.05924 | 140669091 | 481576 | 99.65882131 |  | 0.341178692 |
| Public-Non | Remote Evoting | 41104620 | 9788363 | 23.81329 | 9785827 | 2536 | 99.97409 |  | 0.02591 |
| Institution | Evoting at AGM |  | 441 | 0.00107 | 441 | 0 | 100.00000 |  | 0.00000 |
| holders | Postal Ballot (if applicable) |  | N.A. |  | N.A. | N.A. | N.A. | N.A. |  |
|  | Total |  | 9788804 | 23.81436 | 9786268 | 2536 | 99.97409 |  | 0.02591 |
|  | Total | 444513740 | 390007883 | 87.73809 | 389523771 | 484112 | 99.87587 |  | 0.12413 |


| To appoint a Director in place of Shri H. V. Agarwal (DIN 00150089) who retires by rotation and being eligible, offers himself for re-appointment |  |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Whether Promoter / Promoter Group Are Interested In The Agenda / Resolution ? |  |  | No |  |  |  |  |
|  | No.of shares held <br> (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 $\begin{gathered} (6)=[(4) /(2)]^{*} \\ 100 \end{gathered}$ | \% of votes against on votes polled $\begin{gathered} (7)=[(5) /(2)] \\ * 100 \end{gathered}$ |
| Promoter \& Remote Evoting | 239393412 | 239068412 | 99.86424 | 239068412 | 0 | 100.00000 | 0.00000 |
| Promoter \% Evoting at AGM |  | 0 |  | 0 | 0 |  |  |
| Group Postal Ballot (if applicable) |  |  |  |  | N.A. |  | N.A. |

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|  | Total |  | 239068412 | 99.86424 | 239068412 | 0 | 100.00000 | 0.00000 |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| PublicInstitutional holders | Remote Evoting | 164015708 | 136150882 | 83.01088 | 107353310 | 28797572 | 78.84878 | 21.15122 |
|  | Evoting at AGM |  | 0 | 0.00000 | 0 | 0 | 0.00000 | 0.00000 |
|  | Postal Ballot (if applicable) |  | N.A. |  | N.A. | N.A. | N.A. | N.A. |
|  | Total |  | 136150882 | 83.01088 | 107353310 | 28797572 | 78.84878043 | 21.15121957 |
| Public-Non Institution holders | Remote Evoting | 41104620 | 9788361 | 23.81329 | 9783523 | 4838 | 99.95057 | 0.04943 |
|  | Evoting at AGM |  | 441 | 0.00107 | 441 | 0 | 100.00000 | 0.00000 |
|  | Postal Ballot (if applicable) |  | N.A. |  | N.A. | N.A. | N.A. | N.A. |
|  | Total |  | 9788802 | 23.81436 | 9783964 | 4838 | 99.95058 | 0.04942 |
|  | Total | 444513740 | 385008096 | 86.61332 | 356205686 | 28802410 | 92.51901 | 7.48099 |


| 4 | To appoint a Director in place of Shri A. V. Agarwal (DIN00149717) 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 $\begin{gathered} (6)=[(4) /(2)]^{*} \\ 100 \end{gathered}$ |  | \% of votes against on votes polled $\begin{gathered} (7)=[(5) /(2)] \\ * 100 \end{gathered}$ |
| Promoter \& | Remote Evoting | 239393412 | 239068412 | 99.86424 | 239068412 | 0 | 100.00000 |  | 0.00000 |
| Promoter | Evoting at AGM |  | 0 |  | 0 | 0 |  |  |  |
| Group | Postal Ballot (if applicable) |  | N.A. |  | N.A. | N.A. | N.A. | N.A. |  |
|  | Total |  | 239068412 | 99.86424 | 239068412 | 0 | 100.00000 |  | 0.00000 |
| Public- | Remote Evoting | 164015708 | 130283984 | 79.43385 | 103137096 | 27146888 | 79.16330 |  | 20.83670 |
| Institutional | Evoting at AGM |  | 0 | 0.00000 | 0 | 0 | 0.00000 |  | 0.00000 |
| holders | Postal Ballot (if applicable) |  | N.A. |  | N.A. | N.A. | N.A. | N.A. |  |
|  | Total |  | 130283984 | 79.43385 | 103137096 | 27146888 | 79.16329608 |  | 20.83670392 |
| Public-Non | Remote Evoting | 41104620 | 9788363 | 23.81329 | 9783019 | 5344 | 99.94540 |  | 0.05460 |
| Institution | Evoting at AGM |  | 441 | 0.00107 | 441 | 0 | 100.00000 |  | 0.00000 |
| holders | Postal Ballot (if applicable) |  | N.A. |  | N.A. | N.A. | N.A. | N.A. |  |
|  | Total |  | 9788804 | 23.81436 | 9783460 | 5344 | 99.94541 |  | 0.05459 |
|  | Total | 444513740 | 379141200 | 85.29347 | 351988968 | 27152232 | 92.83849 |  | 7.16151 |

To appoint a Director in place of Shri R. S. Goenka(DIN 00152880) 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) | $\begin{gathered} \% \text { of votes } \\ \text { polled on } \\ \text { outstanding } \\ \text { shares } \\ (3)=[(2) /(1)]^{*} 100 \end{gathered}$ | No.of votes in favour (4) | No.of votes against (5) | \% of votes in favour on votes polled $\begin{gathered} (6)=[(4) /(2)]^{*} \\ 100 \end{gathered}$ | \% of votes against on votes polled $\begin{gathered} (7)=[(5) /(2)] \\ * 100 \end{gathered}$ |
| Promoter \& Promoter Group | Remote Evoting | 239393412 | 239068412 | 99.86424 | 239068412 | 0 | 100.00000 | 0.00000 |
|  | Evoting at AGM |  | 0 |  | 0 | 0 |  |  |
|  | Postal Ballot (if applicable) |  | N.A. |  | N.A. | N.A. | N.A. | N.A. |
|  | Total |  | 239068412 | 99.86424 | 239068412 | 0 | 100.00000 | 0.00000 |
| PublicInstitutional holders | Remote Evoting | 164015708 | 136153084 | 83.01222 | 112432636 | 23720448 | 82.57810 | 17.42190 |
|  | Evoting at AGM |  | 0 | 0.00000 | 0 | 0 | 0.00000 | 0.00000 |
|  | Postal Ballot (if applicable) |  | N.A. |  | N.A. | N.A. | N.A. | N.A. |
|  | Total |  | 136153084 | 83.01222 | 112432636 | 23720448 | 82.57810451 | 17.42189549 |
| Public-Non Institution holders | Remote Evoting | 41104620 | 9788363 | 23.81329 | 9783238 | 5125 | 99.94764 | 0.05236 |
|  | Evoting at AGM |  | 441 | 0.00107 | 441 | 0 | 100.00000 | 0.00000 |
|  | Postal Ballot (if applicable) |  | N.A. |  | N.A. | N.A. | N.A. | N.A. |
|  | Total |  | 9788804 | 23.81436 | 9783679 | 5125 | 99.94764 | 0.05236 |
|  | Total | 444513740 | 385010300 | 86.61381 | 361284727 | 23725573 | 93.83768 | 6.16232 |


| 6 | Approval for the re-appointment of Shri Mohan Goenka(DIN00150034) as Whole-time Director for a period of five years. |  |  |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| 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) | $\begin{gathered} \% \text { of votes } \\ \text { polled on } \\ \text { outstanding } \\ \text { shares } \\ (3)=[(2) /(1)]^{*} 100 \\ \hline \end{gathered}$ | No.of votes in favour (4) | No.of votes against (5) | \% of votes in favour on votes polled $\begin{gathered} (6)=[(4) /(2)]^{*} \\ 100 \end{gathered}$ |  | \% of votes against on votes polled $\begin{gathered} (7)=[(5) /(2)] \\ \\ * 100 \end{gathered}$ |
|  <br> Promoter <br> Group | Remote Evoting |  | 239068412 | 99.86424 | 239068412 | 0 | 100.00000 |  | 0.00000 |
|  | Evoting at AGM |  | 0 |  | 0 | 0 |  |  |  |
|  | Postal Ballot (if applicab |  |  |  | N.A. | N.A. | N.A. | N.A. |  |
|  | Total |  | 239068412 | 99.86424 | 239068412 | 0 | 100.00000 |  | 0.00000 |

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| PublicInstitutional holders | Remote Evoting | 164015708 | 130283984 | 79.43385 | 108410375 | 21873609 | 83.21082 | 16.78918 |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | Evoting at AGM |  | 0 | 0.00000 | 0 | 0 | 0.00000 | 0.00000 |
|  | Postal Ballot (if applicable) |  | N.A. |  | N.A. | N.A. | N.A. | N.A. |
|  | Total |  | 130283984 | 79.43385 | 108410375 | 21873609 | 83.21082275 | 16.78917725 |
| Public-Non Institution holders | Remote Evoting | 41104620 | 9788363 | 23.81329 | 9782708 | 5655 | 99.94223 | 0.05777 |
|  | Evoting at AGM |  | 441 | 0.00107 | 441 | 0 | 100.00000 | 0.00000 |
|  | Postal Ballot (if applicable) |  | N.A. |  | N.A. | N.A. | N.A. | N.A. |
|  | Total |  | 9788804 | 23.81436 | 9783149 | 5655 | 99.94223 | 0.05777 |
|  | Total | 444513740 | 379141200 | 85.29347 | 357261936 | 21879264 | 94.22926 | 5.77074 |


| 7 | Approval for the re-appointment of Shri Harsha Vardhan Agarwal(DIN 00150089) as Whole-time Director for a period of five years. |  |  |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| 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 $\begin{gathered} (6)=[(4) /(2)]^{*} \\ 100 \end{gathered}$ |  | \% of votes against on votes polled $\begin{gathered} (7)=[(5) /(2)] \\ * 100 \end{gathered}$ |
| Promoter \& | Remote Evoting | 239393412 | 239068412 | 99.86424 | 239068412 | 0 | 100.00000 |  | 0.00000 |
| Promoter | Evoting at AGM |  | 0 |  | 0 | 0 |  |  |  |
| Group | Postal Ballot (if applicable) |  | N.A. |  | N.A. | N.A. | N.A. | N.A. |  |
|  | Total |  | 239068412 | 99.86424 | 239068412 | 0 | 100.00000 |  | 0.00000 |
| Public- | Remote Evoting | 164015708 | 130283984 | 79.43385 | 108410375 | 21873609 | 83.21082 |  | 16.78918 |
| Institutional | Evoting at AGM |  | 0 | 0.00000 | 0 | 0 | 0.00000 |  | 0.00000 |
| holders | Postal Ballot (if applicable) |  | N.A. |  | N.A. | N.A. | N.A. | N.A. |  |
|  | Total |  | 130283984 | 79.43385 | 108410375 | 21873609 | 83.21082275 |  | 16.78917725 |
| Public-Non | Remote Evoting | 41104620 | 9788363 | 23.81329 | 9782717 | 5646 | 99.94232 |  | 0.05768 |
| Institution | Evoting at AGM |  | 441 | 0.00107 | 441 | 0 | 100.00000 |  | 0.00000 |
| holders | Postal Ballot (if applicable) |  | N.A. |  | N.A. | N.A. | N.A. | N.A. |  |
|  | Total |  | 9788804 | 23.81436 | 9783158 | 5646 | 99.94232 |  | 0.05768 |
|  | Total | 444513740 | 379141200 | 85.29347 | 357261945 | 21879255 | 94.22926 |  | 5.77074 |

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Approval for the re-appointment of Shri Sushil Kumar Goenka(DIN 00149916) as Managing Director for a period of five years

| 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 $\begin{gathered} (6)=[(4) /(2)]^{*} \\ 100 \end{gathered}$ | \% of votes against on votes polled $\begin{gathered} (7)=[(5) /(2)] \\ * 100 \\ \hline \end{gathered}$ |
|  <br> Promoter <br> Group | Remote Evoting | 239393412 | 239068412 | 99.86424 | 239068412 | 0 | 100.00000 | 0.00000 |
|  | Evoting at AGM |  | 0 |  | 0 | 0 |  |  |
|  | Postal Ballot (if applicable) |  | N.A. |  | N.A. | N.A. | N.A. | N.A. |
|  | Total |  | 239068412 | 99.86424 | 239068412 | 0 | 100.00000 | 0.00000 |
| PublicInstitutional holders | Remote Evoting | 164015708 | 135283769 | 82.48220 | 135228262 | 55507 | 99.95897 | 0.04103 |
|  | Evoting at AGM |  | 0 | 0.00000 | 0 | 0 | 0.00000 | 0.00000 |
|  | Postal Ballot (if applicable) |  | N.A. |  | N.A. | N.A. | N.A. | N.A. |
|  | Total |  | 135283769 | 82.48220 | 135228262 | 55507 | 99.95896995 | 0.041030051 |
| Public-Non Institution holders | Remote Evoting | 41104620 | 9788363 | 23.81329 | 9782833 | 5530 | 99.94350 | 0.05650 |
|  | Evoting at AGM |  | 441 | 0.00107 | 441 | 0 | 100.00000 | 0.00000 |
|  | Postal Ballot (if applicable) |  | N.A. |  | N.A. | N.A. | N.A. | N.A. |
|  | Total |  | 9788804 | 23.81436 | 9783274 | 5530 | 99.94351 | 0.05649 |
|  | Total | 444513740 | 384140985 | 86.41825 | 384079948 | 61037 | 99.98411 | 0.01589 |


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| PublicInstitutional holders | Remote Evoting | 164015708 | 141150667 | 86.05924 | 141150667 | 0 | 100.00000 |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | Evoting at AGM |  | 0 | 0.00000 | 0 | 0 | 0.00000 | 0.00000 |
|  | Postal Ballot (if applicable) |  | N.A. |  | N.A. | N.A. | N.A. | N.A. |
|  | Total |  | 141150667 | 86.05924 | 141150667 | 0 | 100 | 0 |
| Public-Non Institution holders | Remote Evoting | 41104620 | 9788363 | 23.81329 | 9783374 | 4989 | 99.94903 | 0.05097 |
|  | Evoting at AGM |  | 441 | 0.00107 | 441 | 0 | 100.00000 | 0.00000 |
|  | Postal Ballot (if applicable) |  | N.A. |  | N.A. | N.A. | N.A. | N.A. |
|  | Total |  | 9788804 | 23.81436 | 9783815 | 4989 | 99.94903 | 0.05097 |
|  | Total | 444513740 | 390007883 | 87.73809 | 390002894 | 4989 | 99.99872 | 0.00128 |

# CONSOLIDATED SCRUTINIZER'S REPORT <br> [Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended] 

To,
The Chairman of the $38^{\text {th }}$ (Thirty Eighth) Annual General Meeting (AGM) of Members of Emami Limited (CIN: L63993WB1983PLC036030), held on Wednesday, 29th day of September, 2021 at 11:30 A.M. (IST) through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM").

## Dear Sir,

I, Manoj Kumar Banthia, Partner of MKB \& Associates, Practicing Company Secretaries, appointed by the Board of Directors of Emami Limited ("the Company") for the purpose of scrutinizing the process of voting through Remote eVoting and electronic voting at the Annual General Meeting, pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 and 21 of the Companies (Management \& Administration) Rules, 2014 as amended, Regulation 44 of SEBI (LODR) Regulations, 2015 read with General Circular Nos. 14/2020, 17/2020, 20/2020 and 02/2021 dated 8th April, 2020, 13th April,2020, 5th May, 2020 and 13th January, 2021 respectively issued by the Ministry of Corporate Affairs (collectively referred to as the "MCA Circulars") and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 12th May, 2020 and 15th January, 2021 and Secretarial Standards on General Meetings, in respect of the below mentioned Resolutions proposed at the $38^{\text {th }}$ Annual General Meeting of the Company held on Wednesday, 29th day of September, 2021 at 11:30 A.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), do hereby submit my report as follows:

(a) The Notice dated $2^{\text {nd }}$ August, 2021 convening the $38^{\text {th }}$ Annual General Meeting of the Company along with the Statement under Section 102 of the Act setting out all material facts in respect of Resolutions mentioned therein, was sent electronically on $6^{\text {th }}$ September, 2021, to the members of the Company whose email addresses were registered with the Company/ Depositories/ RTA.
(b) Since this AGM was held pursuant to the aforesaid MCA Circulars through VC or OAVM, physical attendance of the members has been dispensed with. Accordingly, in terms of above mentioned MCA and SEBI circulars, the facility for appointment of proxies by the members were also dispensed with.
(c) The Company provided remote e-voting facility offered by Central Depository Services (India) Limited (CDSL) to its shareholders. At the Annual General Meeting, the Company provided electronic voting facility offered by CDSL to the shareholders who did not cast their vote through remote e-voting.
(d) The members holding shares either in physical or dematerialized form, as on the "Cut Off" date i.e. $22^{\text {nd }}$ September, 2021 were entitled to vote on the proposed resolutions.
(e) In terms of the aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the voting period for remote e-voting commenced on Saturday, 25th September, 2021 at 9:00 AM (IST) and ended on Tuesday, 28 ${ }^{\text {th }}$ September, 2021 at 5:00 PM (IST).
(f) The members present at the meeting exercised their voting rights electronically through facility offered by Central Depository Services (India) Limited (CDSL).
(g) After conclusion of voting at the $38^{\text {th }}$ Annual General Meeting, the votes cast electronically at the meeting were counted first, and thereafter, the votes cast through remote e-voting were unblocked in presence of Mr. Rishabh Dev Chauhan and Ms. Khushi Nangalia, who acted as witnesses in accordance with Rule 20 the Companies (Management \& Administration) Rules, 2014 as amended.
(h) Thereafter, the details containing, inter alia, list of the members, who voted "For" or "Against" on each of the resolutions that were put to vote through remote e-voting and electronic voting during the AGM were derived from the report generated from the e-voting website of CDSL, www.evotingindia.com.
(i) A total of 658 Members have cast their vote, out of which 656 Members have cast their votes through remote e-voting and all such votes are valid, 2 Members have cast their votes electronically during the AGM and all such votes are valid.

I now submit my consolidated report as under on the result of the remote e-voting and poll conducted at the meeting.

|  | Number of votes <br> (shares) cast <br> through Remote E- <br> voting. <br> (1) | Number of Votes <br> (shares) cast <br> through e-voting <br> during the meeting <br> $(2)$ | Total <br> $(1)+(2)=(3)$ | \% of total <br> number of <br> valid votes <br> cast |
| :--- | :---: | :---: | :---: | :---: |

## ORDINARY BUSINESS

Item No. 1 as an Ordinary Resolution: To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on March 31, 2021 together with the Reports of the Board of Directors and Auditors thereon and the Consolidated Audited Financial Statements of the Company for the Financial year ended March 31, 2021.

| (1) Voted in <br> favour of the <br> resolution | 388997250 | 441 | 388997691 | 99.8627 |
| :--- | :--- | :--- | :--- | :--- |


| (2) Voted <br> against the <br> resolution | 534691 | -- | 534691 | 0.1373 |
| :--- | :---: | :---: | :---: | :---: |
| Total | $\mathbf{3 8 9 5 3 1 9 4 1}$ | $\mathbf{4 4 1}$ | $\mathbf{3 8 9 5 3 2 3 8 2}$ | $\mathbf{1 0 0}$ |
| (3) Invalid <br> votes: | -- | -- | -- | -- |

Item No. 2 as an Ordinary Resolution: To confirm the payment of two Interim Dividends aggregating to Rs. 8 per equity share for the financial year 2020-21.

| (1) Voted in <br> favour of the <br> resolution | 389523330 | 441 | 389523771 | 99.8759 |
| :--- | :---: | :---: | :---: | :---: |
| (2) Voted <br> against the <br> resolution | 484112 | -- | 484112 | 0.1241 |
| Total | $\mathbf{3 9 0 0 0 7 4 4 2}$ | $\mathbf{4 4 1}$ | $\mathbf{3 9 0 0 0 7 8 8 3}$ | $\mathbf{1 0 0}$ |
| (3) Invalid <br> votes | -- | -- | -- |  |

Item No. 3 as an Ordinary Resolution: To appoint a Director in place of Shri H. V. Agarwal (DIN -00150089) who retires by rotation and being eligible, offers himself for re-appointment

| (1) Voted in <br> favour of the <br> resolution | 356205245 | 441 | 356205686 | 92.5190 |
| :--- | :---: | :---: | :---: | :---: |
| (2) Voted <br> against the <br> resolution | 28802410 | -- | 28802410 | 7.4810 |
| Total | $\mathbf{3 8 5 0 0 7 6 5 5}$ | $\mathbf{4 4 1}$ | $\mathbf{3 8 5 0 0 8 0 9 6}$ | $\mathbf{1 0 0}$ |
| (3) Invalid <br> votes | -- | -- | -- |  |

Item No. 4 as an Ordinary Resolution: To appoint a Director in place of Shri A. V. Agarwal (DIN00149717) who retires by rotation and being eligible, offers himself for re-appointment.

| (1) Voted in <br> favour of the <br> resolution | 351988527 | 441 | 351988968 | 92.8385 |
| :--- | :---: | :---: | :---: | :---: |
| (2) Voted <br> against the <br> resolution | 27152232 | -- | 27152232 | 7.1615 |
| Total | $\mathbf{3 7 9 1 4 0 7 5 9}$ | $\mathbf{4 4 1}$ | $\mathbf{3 7 9 1 4 1 2 0 0}$ | $\mathbf{1 0 0}$ |
| (3) Invalid <br> votes: | -- | -- | -- |  |

Item No. 5 as an Ordinary Resolution: To appoint a Director in place of Shri R. S. Goenka (DIN-00152880) who retires by rotation and being eligible, offers himself for re-appointment.

| (1) Voted in <br> favour of the <br> resolution | 361284286 | 441 | 361284727 | 93.8377 |
| :--- | :---: | :---: | :---: | :---: |
| (2) Voted <br> against the <br> resolution | 23725573 | -- | 23725573 | 6.1623 |
| Total | $\mathbf{3 8 5 0 0 9 8 5 9}$ | $\mathbf{4 4 1}$ | $\mathbf{3 8 5 0 1 0 3 0 0}$ | $\mathbf{1 0 0}$ |
| (3) Invalid <br> votes: | -- | -- | -- |  |

## SPECLAL BUSINESS

Item No. 6 as an Ordinary Resolution: To re-appoint Shri Mohan Goenka (DIN00150034) as a Whole-time Director of the Company for the period of five years with effect from January 15, 2021.

| (1) Voted in <br> favour of the <br> resolution | 357261495 | 441 | 357261936 | 94.2293 |
| :--- | :---: | :---: | :---: | :---: |
| (2) Voted <br> against the <br> resolution | 21879264 | -- | 21879264 | 5.7707 |


| Total | $\mathbf{3 7 9 1 4 0 7 5 9}$ | $\mathbf{4 4 1}$ | $\mathbf{3 7 9 1 4 1 2 0 0}$ | $\mathbf{1 0 0}$ |
| :--- | :---: | :---: | :---: | :---: |
| (3) Invalid <br> votes: | -- | -- | - | -- |

Item No. 7 as an Ordinary Resolution: To re-appoint Shri Harsha Vardhan Agarwal (DIN00150089) as a Whole-time Director of the Company for the period of five years with effect from January 15, 2021.

| (1) Voted in <br> favour of the <br> resolution | 357261504 | 441 | 357261945 | 94.2293 |
| :--- | :---: | :---: | :---: | :---: |
| (2) Voted <br> against the <br> resolution | 21879255 | -- | 21879255 | 5.7707 |
| Total | $\mathbf{3 7 9 1 4 0 7 5 9}$ | $\mathbf{4 4 1}$ | $\mathbf{3 7 9 1 4 1 2 0 0}$ | $\mathbf{1 0 0}$ |
| (3) Invalid <br> votes: | -- | -- | -- |  |

Item No. 8 as an Ordinary Resolution: To re-appoint Shri Sushil Kumar Goenka (DIN 00149916) as Managing Director of the Company for the period of five years with effect from June 1, 2021.

| (1) Voted in <br> favour of the <br> resolution | 384079507 | 441 | 384079948 | 99.9841 |
| :--- | :---: | :---: | :---: | :---: |
| (2) Voted <br> against the <br> resolution | 61037 | -- | 61037 | 0.0159 |
| Total | $\mathbf{3 8 4 1 4 0 5 4 4}$ | $\mathbf{4 4 1}$ | $\mathbf{3 8 4 1 4 0 9 8 5}$ | $\mathbf{1 0 0}$ |
| (3) Invalid <br> votes: | -- | -- | -- |  |

Item No. 9 as an Ordinary Resolution: To fix the remuneration payable to Cost Auditors.

| (1) Voted in <br> favour of the <br> resolution | 390002453 | 441 | 390002894 | 99.9987 |
| :--- | :---: | :---: | :---: | :---: |
| (2) Voted <br> against the <br> resolution | 4989 | -- | 4989 | 0.0013 |
| Total | $\mathbf{3 9 0 0 0 7 4 4 2}$ | $\mathbf{4 4 1}$ | $\mathbf{3 9 0 0 0 7 8 8 3}$ | $\mathbf{1 0 0}$ |
| (3) Invalid <br> votes: | -- | -- | -- |  |

Based on the aforesaid results, the resolution no.(s) 1 to 9 as contained in the Notice have been passed with the requisite majority.

The remote e-voting register and other related papers/ registers and records is under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely after the minutes of the Meeting are signed.

For MKB \& Associates
Company Secretaries


Place: Kolkata
UDIN: A011470C001035724
Membership no. 11470
COP no. 7596

