



24th August, 2023

The Manager - Listing
The National Stock Exchange of India Ltd.
Exchange Plaza, Plot No. C/1, G. Block
Bandra Kurla Complex, Bandra (E)
Mumbai - 400 051
Scrip Code: **EMAMILTD**

The Manager - Listing
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001
Scrip Code: **531162**

Dear Sirs,

Sub: e-Voting Results and Scrutinizer's Report - 40th Annual General Meeting

This is to inform you that the 40th Annual General Meeting ("AGM") of the Company was held on Wednesday, August 23, 2023 at 11: 30 a.m. IST through Video Conferencing / Other Audio Visual Means and the business stated in the Notice of the AGM dated May 25, 2023 were transacted.

Mr. Raj Kumar Banthia, Partner of M/s MKB & Associates, Practising Company Secretaries, Kolkata was appointed to scrutinize the e-voting process in a fair and transparent manner.

In compliance with the Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the voting results in the prescribed format along with the 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.

All the resolutions set out in the Notice have been duly passed by the members with requisite majority.

Thanking You,

Yours Sincerely,

For Emami Limited

Sandeep Kumar Sultania
Company Secretary & VP- Sales Commercial

Encl.: As above

EMAMI LTD

AGM Attended and Voting Summary AGM
Format for Voting Result

Date of the AGM	23-Aug-23
Total Number of Shareholders on Record Date	85307
No. of Shareholders Present in the Meeting Either in Person or Through Proxy :	
Promoter & Promoter Group	
Public	
Total	
No. of Shareholders Attended the Meeting Through Video Conferencing :	
Promoter & Promoter Group	75
Public	71
Total	146

1	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on March 31, 2023 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, 2023.							
Whether Promoter / Promoter Group Are Interested In The Agenda / Resolution ?								
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
Promoter & Promoter Group	Remote Evoting	239393412	239333412	99.97494	239333412	0	100.00000	0.00000
	Evoting at AGM		0		0			
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		239333412	99.97494	239333412	0	100.00000	0.00000
Public-Institutional holders	Remote Evoting	162161023	149291203	92.06356	149291203	0	100.00000	
	Evoting at AGM		0	0.00000	0			
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		149291203	92.06356	149291203	0	100	0
Public-Non Institution holders	Remote Evoting	34945565	11322259	32.39970	11321463	796	99.99297	0.00703
	Evoting at AGM		94	0.00027	94	0	100.00000	0.00000
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		11322353	32.39997	11321557	796	99.99297	0.00703
Total		436500000	399946968	91.62588	399946172	796	99.99980	0.00020



2		To confirm the payment of two Interim Dividends aggregating to Rs. 8/- per equity share declared for the financial year 2022-23.							
Whether Promoter / Promoter Group Are Interested In The Agenda / Resolution ?									
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	
Promoter & Promoter Group	Remote Evoting	239393412	239333412	99.97494	239333412	0	100.00000	0.00000	
	Evoting at AGM		0		0				
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.	
	Total		239333412	99.97494	239333412	0	100.00000	0.00000	
Public-Institutional holders	Remote Evoting	162161023	149494229	92.18876	149494229	0	100.00000	0.00000	
	Evoting at AGM		0	0.00000	0	100.00000			
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.	
	Total		149494229	92.18876	149494229	0	100	0	
Public-Non Institution holders	Remote Evoting	34945565	11322270	32.39973	11321458	812	99.99283	0.00717	
	Evoting at AGM		94	0.00027	94	0	100.00000	0.00000	
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.	
	Total		11322364	32.40000	11321552	812	99.99283	0.00717	
Total		436500000	400150005	91.67240	400149193	812	99.99980	0.00020	

3		To appoint a Director in place of Shri Sushil Kumar Goenka (DIN: 00149916) who retires by rotation and being eligible, offers himself for re-appointment							
Whether Promoter / Promoter Group Are Interested In The Agenda / Resolution ?									
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	
Promoter & Promoter Group	Remote Evoting	239393412	239333412	99.97494	239333412	0	100.00000	0.00000	
	Evoting at AGM		0		0				
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.	
	Total		239333412	99.97494	239333412	0	100.00000	0.00000	
Public-Institutional holders	Remote Evoting	162161023	149494229	92.18876	126870223	22624006	84.86630	15.13370	
	Evoting at AGM		0	0.00000	0				
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.	
	Total		149494229	92.18876	126870223	22624006	84.86630143	15.13369857	
Public-Non Institution holders	Remote Evoting	34945565	11322266	32.39972	11321119	1147	99.98987	0.01013	
	Evoting at AGM		94	0.00027	94	0	100.00000	0.00000	
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.	
	Total		11322360	32.39999	11321213	1147	99.98987	0.01013	
Total		436500000	400150001	91.67239	377524848	22625153	94.34583	5.65417	



4								
To appoint a Director in place of Shri Harsha Vardhan 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 ?								
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
Promoter & Promoter Group	Remote Evoting	239393412	239333412	99.97494	239333412	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		239333412	99.97494	239333412	0	100.00000	0.00000
Public-Institutional holders	Remote Evoting	162161023	149494226	92.18875	148318710	1175516	99.21367	0.78633
	Evoting at AGM		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		149494226	92.18875	148318710	1175516	99.2136713	0.786328697
Public-Non Institution holders	Remote Evoting	34945565	11322266	32.39972	11321017	1249	99.98897	0.01103
	Evoting at AGM		94	0.00027	94	0	100.00000	0.00000
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		11322360	32.39999	11321111	1249	99.98897	0.01103
Total		436500000	400149998	91.67239	398973233	1176765	99.70592	0.29408

5								
To appoint a Director in place of Shri Aditya Vardhan Agarwal (DIN: 00149717) who retires by rotation and being eligible, offers himself for re-appointment.								
Whether Promoter / Promoter Group Are Interested In The Agenda / Resolution ?								
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
Promoter & Promoter Group	Remote Evoting	239393412	239333412	99.97494	239333412	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		239333412	99.97494	239333412	0	100.00000	0.00000
Public-Institutional holders	Remote Evoting	162161023	149494229	92.18876	117020269	32473960	78.27745	21.72255
	Evoting at AGM		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		149494229	92.18876	117020269	32473960	78.27744909	21.72255091
Public-Non Institution holders	Remote Evoting	34945565	11322266	32.39972	11321179	1087	99.99040	0.00960
	Evoting at AGM		94	0.00027	94	0	100.00000	0.00000
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		11322360	32.39999	11321273	1087	99.99040	0.00960
Total		436500000	400150001	91.67239	367674954	32475047	91.88428	8.11572



6 To Re-appoint Dr. (h.c) Advocate Mamta Binani (DIN: 00462925) as an Independent Director of the Company for 2nd Term of Five Years.								
Whether Promoter / Promoter Group Are Interested In The Agenda / Resolution ?								
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
Promoter & Promoter Group	Remote Evoting	239393412	239333412	99.97494	239333412	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		239333412	99.97494	239333412	0	100.00000	0.00000
Public-Institutional holders	Remote Evoting	162161023	149494226	92.18875	140453933	9040293	93.95275	6.04725
	Evoting at AGM		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		149494226	92.18875	140453933	9040293	93.95274771	6.047252287
Public-Non Institution holders	Remote Evoting	34945565	11322254	32.39969	11320795	1459	99.98711	0.01289
	Evoting at AGM		94	0.00027	24	70	25.53191	74.46809
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		11322348	32.39996	11320819	1529	99.98650	0.01350
Total		436500000	400149986	91.67239	391108164	9041822	97.74039	2.25961

7 To Re-appoint Shri Debabrata Sarkar (DIN: 02502618) as an Independent Director of the Company for 2nd Term of Five Years.								
Whether Promoter / Promoter Group Are Interested In The Agenda / Resolution ?								
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
Promoter & Promoter Group	Remote Evoting	239393412	239333412	99.97494	239333412	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		239333412	99.97494	239333412	0	100.00000	0.00000
Public-Institutional holders	Remote Evoting	162161023	149494229	92.18876	148481097	1013132	99.32229	0.67771
	Evoting at AGM		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		149494229	92.18876	148481097	1013132	99.32229357	0.677706428
Public-Non Institution holders	Remote Evoting	34945565	11322254	32.39969	11320876	1378	99.98783	0.01217
	Evoting at AGM		94	0.00027	24	70	25.53191	74.46809
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		11322348	32.39996	11320900	1448	99.98721	0.01279
Total		436500000	400149989	91.67239	399135409	1014580	99.74645	0.25355



8 To ratify the remuneration payable to the Cost Auditors for the FY 2023-24.								
Whether Promoter / Promoter Group Are interested in The Agenda / Resolution ?								
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
Promoter & Promoter Group	Remote Evoting	239393412	239333412	99.97494	239333412	0	100.00000	0.00000
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	
	Total		239333412	99.97494	239333412	0	100.00000	0.00000
Public-Institutional holders	Remote Evoting	162161023	149494229	92.18876	149494229	0	100.00000	0.00000
	Evoting at AGM		0	0.00000	0	0	100.00000	
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	
	Total		149494229	92.18876	149494229	0	100	0
Public-Non Institution holders	Remote Evoting	34945565	11322254	32.39969	11321330	924	99.99184	0.00816
	Evoting at AGM		94	0.00027	94	0	100.00000	0.00000
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	
	Total		11322348	32.39996	11321424	924	99.99184	0.00816
Total		436500000	400149989	91.67239	400149065	924	99.99977	0.00023





CONSOLIDATED SCRUTINIZER'S REPORT

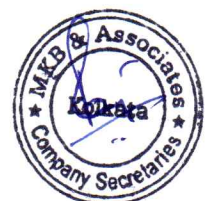
[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairman of the 40th (Fortieth) Annual General Meeting (AGM) of Members of Emami Limited (CIN: L63993WB1983PLC036030), held on Wednesday, 23rd day of August, 2023 at 11:30 A.M. (IST) through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM").

Dear Sir,

I, Raj 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-Voting 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, 02/2021, 19/2021, 21/2021, 2/2022 and 10/2022 dated 8th April, 2020, 13th April, 2020, 5th May, 2020 and 13th January, 2021, 8th December, 2021, 14th December, 2021, 5th May, 2022 and 28th December, 2022 respectively issued by the Ministry of Corporate Affairs (collectively referred to as the "MCA Circulars") and SEBI Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79, SEBI/HO/CFD/CMD2/CIR/P/2021/11 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 12th May, 2020, 15th January, 2021 and 5th January, 2023 and Secretarial Standards on General Meetings, in respect of the below mentioned Resolutions proposed at the 40th Annual General Meeting of the Company held on Wednesday, 23rd day of August, 2023 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 25th May, 2023 convening the 40th 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 1st August, 2023, 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. Wednesday, 16th August, 2023 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, 19th August, 2023 at 9:00 AM (IST) and ended on Tuesday, 22nd August, 2022 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 40th 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 Ms. Dimple Sonthalia and Ms. Kiran Joshi, 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 612 Members have cast their vote, out of which 608 Members have cast their votes through remote e-voting and 4 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 (shares) cast through Remote E- voting. (1)	Number of Votes (shares) cast through e-voting during the meeting (2)	Total (1)+(2)=(3)	% of total number of valid votes 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, 2023 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, 2023.				
(1) Voted in favour of the resolution	399946078	94	399946172	99.9998





(2) Voted against the resolution	796	0	796	0.0002
Total	399946874	94	399946968	100
(3) Invalid votes:	--	--	--	--

Item No.2 as an Ordinary Resolution: To confirm the payment of two Interim Dividends aggregating to Rs. 8/- per equity share declared for the financial year 2022-23.

(1) Voted in favour of the resolution	400149099	94	400149193	99.9998
(2) Voted against the resolution	812	0	812	0.0002
Total	400149911	94	400150005	100
(3) Invalid votes	--	--	--	--

Item No.3 as an Ordinary Resolution: To appoint a Director in place of Shri Sushil Kumar Goenka (DIN: 00149916) who retires by rotation and being eligible, offers himself for re-appointment

(1) Voted in favour of the resolution	377524754	94	377524848	94.3458
(2) Voted against the resolution	22625153	0	22625153	5.6542
Total	400149907	94	400150001	100
(3) Invalid votes	--	--	--	--





Item No.4 as an Ordinary Resolution: To appoint a Director in place of Shri Harsha Vardhan Agarwal (DIN- 00150089) who retires by rotation and being eligible, offers himself for re-appointment.

(1) Voted in favour of the resolution	398973139	94	398973233	99.7059
(2) Voted against the resolution	1176765	0	1176765	0.2941
Total	400149904	94	400149998	100
(3) Invalid votes:	--	--	--	--

Item No.5 as an Ordinary Resolution: To appoint a Director in place of Shri Aditya Vardhan Agarwal (DIN-00149717) who retires by rotation and being eligible, offers himself for re-appointment.

(1) Voted in favour of the resolution	367674860	94	367674954	91.8843
(2) Voted against the resolution	32475047	0	32475047	8.1157
Total	400149907	94	400150001	100
(3) Invalid votes:	--	--	--	--

SPECIAL BUSINESS

Item No.6 as a Special Resolution: Re-appointment of Dr. (h.c) Advocate Mamta Binani (DIN: 00462925) as an Independent Director of the Company for 2nd Term of Five Years with effect from October, 29, 2023.





(1) Voted in favour of the resolution	391108140	24	391108164	97.7404
(2) Voted against the resolution	9041752	70	9041822	2.2596
Total	400149892	94	400149986	100
(3) Invalid votes:	--	--	--	--

Item No. 7 as a Special Resolution: Re-appointment of Shri Debabrata Sarkar (DIN: 02502618) as an Independent Director of the Company for 2nd Term of Five Years with effect from February, 21, 2024.

(1) Voted in favour of the resolution	399135385	24	399135409	99.7465
(2) Voted against the resolution	1014510	70	1014580	0.2535
Total	400149895	94	400149989	100
(3) Invalid votes:	--	--	--	--

Item No. 8 as an Ordinary Resolution: To ratify the remuneration to be paid to M/s. V. K. Jain & Co., Cost Accountants (Firm Registration No. 00049), Cost Auditors of the Company for the financial year 2023-24.

(1) Voted in favour of the resolution	400148971	94	400149065	99.9998
(2) Voted against the resolution	924	0	924	0.0002





Total	400149895	94	400149989	100
(3) Invalid votes:	--	--	--	--

Based on the aforesaid results, the resolution no.(s) 1 to 8 as contained in the Notice have been passed with the requisite majority.

The remote e- voting register and other related papers/ registers and records, as applicable, 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
Firm Reg No: P2010WB042700

Raj K Banthia



Raj Kumar Banthia
Partner

Membership no. 17190
COP no. 18428

Date: 24.08.2023
Place: Kolkata
UDIN: A017190E000854213