



Dated: 15<sup>th</sup> January, 2024

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 Sir/Madam,

**Sub: Results of Postal Ballot together with Scrutinizer's Report**

This is in furtherance to our letter dated 13<sup>th</sup> December, 2023 enclosing therewith the Postal Ballot Notice, seeking approval of the members of the company for following Resolutions as Ordinary Resolutions:

**Resolution 1:** Revision of remuneration by including payment of Commission to Shri Sushil Kumar Goenka (DIN: 00149916), Whole time Director of the Company.

**Resolution 2:** Revision of remuneration by including payment of Commission to Smt Priti A Sureka (DIN: 00319256), Whole Time Director of the Company.

**Resolution 3:** Revision in remuneration by including payment of Commission to Shri Prashant Goenka (DIN: 00703389), Whole Time Director of the Company.

**Resolution 4:** Reappointment of Shri Prashant Goenka (DIN: 00703389) as "Whole time Director" of the company for a further period of 5 (five) years with effect from 20<sup>th</sup> January, 2024.

The aforesaid resolutions have been passed by the Members through Postal Ballot by remote e-voting process with requisite majority. Please find enclosed details of voting result pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 together with Scrutinizer's Report.

The e-voting results and the scrutinizer's report are also being uploaded on the website of the company i.e. <http://www.emamilttd.in> and on the website of BSE and NSE at <https://www.bseindia.com> and <https://www.nseindia.com> respectively and website of CDSL at <https://www.evotingindia.com>.

This is for your information and record.

Thanking you,  
Yours faithfully,  
**For Emami Limited**

**Sandeep Kumar Sultania**  
**Company Secretary, Compliance Officer & VP-Sales Commercial**  
(Encl.: As above)

## EMAMI LTD

POSTAL ballot Voting Summary

Format for Voting Result

Cut Off Date for Evoting	08/12/2023
Voting start date	15/12/2023
Voting end date	13/01/2024
Total Number of Shareholders on Record Date	84434
<b>No. of Shareholders voted through e-voting through postal ballot process</b>	
Promoter & Promoter Group	78
Public	582
<b>Total</b>	<b>660</b>

1 To approve revision of remuneration by including payment of Commission to Shri Sushil Kumar Goenka, Whole time Director.								
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 at AGM	239393412	239333412	99.97494	239333412	0	100.00000	0.00000
	Postal Ballot (if applicable)		0		0	0		
	Total		239333412	99.97494	239333412	0	100.00000	0.00000
Public-Institutional holders	Remote Evoting at AGM	161544917	148621349	92.00002	119644991	28976358	80.50323	19.49677
	Postal Ballot (if applicable)		0	0.00000	0	0		
	Total		148621349	92.00002	119644991	28976358	80.50323309	19.49676691
Public-Non Institution holders	Remote Evoting at AGM	35561671	11197568	31.48774	11194615	2953	99.97363	0.02637
	Postal Ballot (if applicable)		0	0.00000	0	0		
	Total		11197568	31.48774	11194615	2953	99.97363	0.02637
<b>Total</b>		<b>436500000</b>	<b>399152329</b>	<b>91.44383</b>	<b>370173018</b>	<b>28979311</b>	<b>92.73979</b>	<b>7.26021</b>



2		To approve revision of remuneration by including payment of Commission to Smt Priti A Sureka, Whole time Director							
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 Evot	239393412	239333412	99.97494	239333412	0	100.00000	0.00000	
	Evoting at AGM		0		0	0			
	Postal Ballot (if applicable)								
	Total		239333412	99.97494	239333412	0	100.00000	0.00000	
Public-Institutional holders	Remote Evot	161544917	148621349	92.00002	119644991	28976358	80.50323	19.49677	
	Evoting at AGM		0	0.00000	0	0			
	Postal Ballot (if applicable)								
	Total		148621349	92.00002	119644991	28976358	80.50323309	19.49676691	
Public-Non Institution holders	Remote Evot	35561671	11197598	31.48783	11194613	2985	99.97334	0.02666	
	Evoting at AGM		0	0.00000	0	0			
	Postal Ballot (if applicable)								
	Total		11197598	31.48783	11194613	2985	99.97334	0.02666	
Total		436500000	399152359	91.44384	370173016	28979343	92.73978	7.26022	

3		To approve revision of remuneration by including payment of Commission to Shri Prashant Goenka, Whole time Director							
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 Evot	239393412	239333412	99.97494	239333412	0	100.00000	0.00000	
	Evoting at AGM		0		0	0			
	Postal Ballot (if applicable)								
	Total		239333412	99.97494	239333412	0	100.00000	0.00000	
Public-Institutional holders	Remote Evot	161544917	148621349	92.00002	118521336	30100013	79.74718	20.25282	
	Evoting at AGM		0	0.00000	0	0			
	Postal Ballot (if applicable)								
	Total		148621349	92.00002	118521336	30100013	79.74718087	20.25281913	
Public-Non Institution holders	Remote Evot	35561671	11197598	31.48783	11194698	2900	99.97410	0.02590	
	Evoting at AGM		0	0.00000	0	0			
	Postal Ballot (if applicable)								
	Total		11197598	31.48783	11194698	2900	99.97410	0.02590	
Total		436500000	399152359	91.44384	369049446	30102913	92.45829	7.54171	



4 To Reappoint Shri Prashant Goenka (DIN: 00703389) as 'Whole time Director' of the company								
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 E-voting	239393412	239333412	99.97494	239333412	0	100.00000	0.00000
	E-voting at AGM		0		0	0		
	Postal Ballot (if applicable)							
	Total		239333412	99.97494	239333412	0	100.00000	0.00000
Public-Institutional holders	Remote E-voting	161544917	148474334	91.90901	99568618	48905716	67.06116	32.93884
	E-voting at AGM		0	0.00000	0	0		
	Postal Ballot (if applicable)							
	Total		148474334	91.90901	99568618	48905716	67.06116493	32.93883507
Public-Non Institution holders	Remote E-voting	35561671	11197501	31.48756	11195192	2309	99.97938	0.02062
	E-voting at AGM		0	0.00000	0	0		
	Postal Ballot (if applicable)							
	Total		11197501	31.48756	11195192	2309	99.97938	0.02062
Total		436500000	399005247	91.41014	350097222	48908025	87.74251	12.25749





## SCRUTINIZER'S REPORT

[Pursuant to the provisions of Section 108 and 110 of the Companies Act, 2013 read with Rule 22 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended]

15<sup>th</sup> January, 2024

To  
The Managing Director  
Emami Limited  
687, Anandapur,  
E M Bypass  
Kolkata - 700107

Dear Sir,

I, Raj Kumar Banthia, Partner of MKB & Associates, Practicing Company Secretaries has been appointed by the Board of Directors of **Emami Limited** (the Company) for the purpose of scrutinizing the postal ballot process through voting by electronic means only (remote e-voting) in a fair & transparent manner in respect of all the resolutions as set out in the Postal Ballot notice dated 6<sup>th</sup> December, 2023, do hereby submit my report as follows:

- (a) On 13<sup>th</sup> December, 2023 the Company has completed the dispatch of Notice of Postal Ballot electronically to all the members who have registered their e-mail addresses with the Company/RTA or with the Depositories and whose names appear in the Register of Members/list of Beneficial Owners as on the Cut-off date i.e. Friday, 8<sup>th</sup> December, 2023, in accordance with the guidelines prescribed by the Ministry of Corporate Affairs ("MCA") for conducting postal ballot process through e-voting vide General Circular Nos. 14/2020 dated 8<sup>th</sup> April, 2020, 17/2020 dated 13<sup>th</sup> April, 2020, 22/2020 dated 15<sup>th</sup> June, 2020, 33/2020 dated 28<sup>th</sup> September, 2020, 39/2020 dated 31<sup>st</sup> December, 2020, 10/2021 dated 23<sup>rd</sup> June, 2021, 20/2021 dated 8<sup>th</sup> December, 2021, 3/2022 dated 5<sup>th</sup> May, 2022, 11/2022 dated 28<sup>th</sup> December, 2022 and 09/2023 dated 25<sup>th</sup> September, 2023("MCA Circulars").





- (b) The Company has provided e-voting facility offered by Central Depository Services (India) Limited ("CDSL") to its shareholders.
- (c) The members holding shares either in physical or dematerialized form, as on the "Cut off" date i.e. Friday, 8<sup>th</sup> December, 2023 were entitled to vote on the proposed resolutions.
- (d) In terms of the aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 22 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the voting period commenced on Friday, 15<sup>th</sup> December, 2023 at 9:00 a.m. (I.S.T) and ended on Saturday, 13<sup>th</sup> January, 2024 at 5:00 p.m (I.S.T).
- (e) Since the voting on the postal ballot was conducted only through e-voting, reporting on number of physical postal ballot forms received including those that are invalid, is not applicable.
- (f) The e-voting facility provided by CDSL was unlocked on Saturday, 13<sup>th</sup> January, 2024 after 5:00 p.m. (I.S.T) in the presence of two witnesses.
- (g) Thereafter, the details containing, inter-alia, list of the members, who voted "For" or "Against" on the resolutions were derived from the report generated from the e-voting website of CDSL: <https://www.evotingindia.com> in respect of voting through e-voting.
- (h) 660 Members representing 399,413,143 equity shares have cast their votes through e-voting on the resolution and all such votes were valid.

I now submit my consolidated report as under on the results of the voting through e-voting.

**Item No. 1 as an Ordinary Resolution:** To approve revision of remuneration of Shri Sushil Kumar Goenka (DIN: 00149916), Whole time Director, with effect from 1st April, 2023 by inclusion of payment of annual commission linked with performance of the Company upto 0.30% of net profits of the company for the respective financial year calculated as per section 198 of the Companies Act, 2013 for remaining tenure of his current appointment.





	Voting through e-voting		Voting through Postal Ballot Form		Consolidated Voting Results		
	No. of Members who voted	No. of votes cast	No. of Ballots	No. of votes cast	No. of Members who voted	No. of votes cast	% of total number of valid votes cast
Voted in favour of the resolution	556	370,173,018	NA	NA	556	370,173,018	92.7398
Voted against the resolution	103	28,979,311	NA	NA	103	28,979,311	7.2602
Total	659	399,152,329	NA	NA	659	399,152,329	100

**Item No. 2 as an Ordinary Resolution:** To approve revision of remuneration of Smt Priti A Sureka (DIN: 00319256), Whole time Director, for the financial year 2023-24 and onwards till the rest of her tenure by inclusion of payment of annual commission linked with performance of the Company upto 0.30% of Profit Before Tax, derived on the basis of Audited Financial Statements of the Company in accordance with section 198 of the Companies Act, 2013.

	Voting through e-voting		Voting through Postal Ballot Form		Consolidated Voting Results		
	No. of Members who voted	No. of votes cast	No. of Ballots	No. of votes cast	No. of Members who voted	No. of votes cast	% of total number of valid votes cast
Voted in favour of the resolution	555	370,173,016	NA	NA	555	370,173,016	92.7398
Voted against the resolution	105	28,979,343	NA	NA	105	28,979,343	7.2602
Total	660	399,152,359	NA	NA	660	399,152,359	100





**Item No. 3 as an Ordinary Resolution:** To approve revision of remuneration of Shri Prashant Goenka (DIN:00703389), Whole time Director, for the financial year 2023-24 and onwards till the rest of her tenure by inclusion of payment of annual commission linked with performance of the Company upto 0.30% of Profit Before Tax, derived on the basis of Audited Financial Statements of the Company in accordance with section 198 of the Companies Act, 2013.

	Voting through e-voting		Voting through Postal Ballot Form		Consolidated Voting Results		
	No. of Members who voted	No. of votes cast	No. of Ballots	No. of votes cast	No. of Members who voted	No. of votes cast	% of total number of valid votes cast
Voted in favour of the resolution	553	369,049,446	NA	NA	553	369,049,446	92.4583
Voted against the resolution	107	30,102,913	NA	NA	107	30,102,913	7.5417
Total	660	399,152,359	NA	NA	660	399,152,359	100

**Item No. 4 as an Ordinary Resolution:** To reappoint Shri Prashant Goenka (DIN: 00703389) as Whole time Director of the company for a further period of 5 (five) years with effect from 20th January, 2024 and also approve his remuneration.

	Voting through e-voting		Voting through Postal Ballot Form		Consolidated Voting Results		
	No. of Members who voted	No. of votes cast	No. of Ballots	No. of votes cast	No. of Members who voted	No. of votes cast	% of total number of valid votes cast
Voted in favour of the resolution	478	350,097,222	NA	NA	478	350,097,222	87.7425

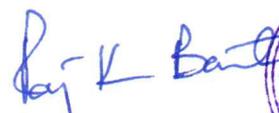




Voted against the resolution	183	48,908,025	NA	NA	183	48,908,025	12.2575
Total	661	399,005,247	NA	NA	661	399,005,247	100

In view of the above scrutiny, I hereby certify that the resolutions 1 to 4 as aforesaid, as set out in notice dated 8<sup>th</sup> December, 2023 has been approved and passed by requisite majority.

For MKB & Associates  
Company Secretaries  
Firm Reg No: P2010WB042700


Raj Kumar Banthia  
Partner

Membership no. 17190  
COP no. 18428

Date: 15.01.2024  
Place: Kolkata  
UDIN: A017190E003219565