



## RALLIS INDIA LIMITED

### Annexure B

#### 74<sup>th</sup> Annual General Meeting Voting Results

<b>Date of Annual General Meeting</b>	<b>June 24, 2022</b>
<b>Total Number of shareholders on Record date i.e. June 17, 2022</b>	<b>1,38,780</b>
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	No arrangement for a physical meeting or appointment of proxy was made as the Meeting was held through VC/OAVM.
Promoter and Promoter Group	
Public	
<b>No. of shareholders present in the meeting through VC/OAVM:</b>	
Promoter and Promoter Group	2
Public	84

Yours faithfully,  
**FOR RALLIS INDIA LIMITED**

  
**YASH SHETH**  
**COMPANY SECRETARY**


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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2022, together with the Reports of the Board of Directors and the Auditors thereon				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	97416610	97416610	100.0000	97416610	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	97416610	97416610	100.0000	97416610	0	100.0000	0.0000
Public-Institutions	E-Voting	42187176	38068648	90.2375	38068648	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	42187176	38068648	90.2375	38068648	0	100.0000	0.0000
Public- Non Institutions	E-Voting	54865104	22043711	40.1780	21852468	191243	99.1324	0.8676
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	54865104	22043711	40.1780	21852468	191243	99.1324	0.8676
Total		194468890	157528969	81.0047	157337726	191243	99.8786	0.1214
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2022, together with the Report of the Auditors thereon.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	97416610	97416610	100.0000	97416610	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	97416610	97416610	100.0000	97416610	0	100.0000	0.0000
Public-Institutions	E-Voting	42187176	38068648	90.2375	38068648	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	42187176	38068648	90.2375	38068648	0	100.0000	0.0000
Public- Non Institutions	E-Voting	54865104	22043401	40.1775	21852397	191004	99.1335	0.8665
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	54865104	22043401	40.1775	21852397	191004	99.1335	0.8665
Total		194468890	157528659	81.0046	157337655	191004	99.8787	0.1213
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare dividend on the Equity Shares for the financial year ended March 31, 2022.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	97416610	97416610	100.0000	97416610	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	97416610	97416610	100.0000	97416610	0	100.0000	0.0000
Public-Institutions	E-Voting	42187176	38210008	90.5726	38210008	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	42187176	38210008	90.5726	38210008	0	100.0000	0.0000
Public- Non Institutions	E-Voting	54865104	22043593	40.1778	21853330	190263	99.1369	0.8631
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	54865104	22043593	40.1778	21853330	190263	99.1369	0.8631
Total		194468890	157670211	81.0773	157479948	190263	99.8793	0.1207
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Mr. R. Mukundan (DIN: 00778253), who retires by rotation and being eligible, offers himself for re-appointment.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	97416610	97416610	100.0000	97416610	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	97416610	97416610	100.0000	97416610	0	100.0000	0.0000
Public-Institutions	E-Voting	42187176	38210008	90.5726	38034540	175468	99.5408	0.4592
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	42187176	38210008	90.5726	38034540	175468	99.5408	0.4592
Public- Non Institutions	E-Voting	54865104	22043401	40.1775	21851105	192296	99.1276	0.8724
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	54865104	22043401	40.1775	21851105	192296	99.1276	0.8724
Total		194468890	157670019	81.0772	157302255	367764	99.7668	0.2332
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Statutory Auditors of the Company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	97416610	97416610	100.0000	97416610	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	97416610	97416610	100.0000	97416610	0	100.0000	0.0000
Public-Institutions	E-Voting	42187176	38210008	90.5726	38210008	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	42187176	38210008	90.5726	38210008	0	100.0000	0.0000
Public- Non Institutions	E-Voting	54865104	22043601	40.1778	21851646	191955	99.1292	0.8708
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	54865104	22043601	40.1778	21851646	191955	99.1292	0.8708
Total		194468890	157670219	81.0773	157478264	191955	99.8783	0.1217
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Change in place of keeping Registers and Records.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	97416610	97416610	100.0000	97416610	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	97416610	97416610	100.0000	97416610	0	100.0000	0.0000
Public-Institutions	E-Voting	42187176	38210008	90.5726	38210008	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	42187176	38210008	90.5726	38210008	0	100.0000	0.0000
Public- Non Institutions	E-Voting	54865104	22043451	40.1775	21851674	191777	99.1300	0.8700
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	54865104	22043451	40.1775	21851674	191777	99.1300	0.8700
Total		194468890	157670069	81.0773	157478292	191777	99.8784	0.1216
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (7)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of Remuneration of Cost Auditors				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	97416610	97416610	100.0000	97416610	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	97416610	97416610	100.0000	97416610	0	100.0000	0.0000
Public-Institutions	E-Voting	42187176	38210008	90.5726	38210008	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	42187176	38210008	90.5726	38210008	0	100.0000	0.0000
Public- Non Institutions	E-Voting	54865104	22043551	40.1777	21847114	196437	99.1089	0.8911
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	54865104	22043551	40.1777	21847114	196437	99.1089	0.8911
Total		194468890	157670169	81.0773	157473732	196437	99.8754	0.1246
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

FOR RALLIS INDIA LIMITED


YASH SHETH  
COMPANY SECRETARY





**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  
**Rallis India Limited**

Dear Sir,

1. I, **Bhaskar Upadhyay**, Partner of M/s. N. L. Bhatia & Associates, Practicing Company Secretary (Membership No. FCS 8663/ C. P. No. 9625), have been appointed as the Scrutinizer by the Board of Rallis India Limited for the purpose of scrutinizing the remote e-Voting before and during the Annual General Meeting ('AGM') and ascertaining the requisite majority on remote e-Voting before and during the AGM carried out as per the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') on the businesses contained in the Notice of the 74<sup>th</sup> AGM of the Equity Shareholders of the Company held on Friday, June 24, 2022 at 11.00 a.m. (IST) through Video Conferencing facility / Other Audio Visual Means.
2. The Management of the Company is responsible to ensure the compliance with the requirements of the Act, rules and notifications relating to voting through electronic means and SEBI Listing Regulations on the resolutions contained in the Notice of the 74<sup>th</sup> AGM of the Members of the Company. My responsibility as a Scrutinizer for the remote e-Voting before and during the AGM 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 ('NSDL'), the authorized agency to provide e-Voting facilities, engaged by the Company.



3. Further to the above, I submit my report as under:

- 3.1. The Company has provided the remote e-Voting facility through NSDL on their website [www.evoting.nsdl.com](http://www.evoting.nsdl.com). The Company had uploaded all the items of businesses to be transacted on the website of the Company and also its Service Provider to facilitate their Shareholders to cast their vote through remote e-Voting before/ during the AGM.
- 3.2. The Notice of the 74<sup>th</sup> AGM was sent through email to the Members whose email addresses were registered with the Company and to the Members who had registered themselves with the Company for the limited purpose of obtaining the Notice along with the Integrated Annual Report of the Company for FY 2021-22, containing 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 and notifications issued by the Ministry of Corporate Affairs ('MCA').
- 3.3. As prescribed in the Rules and General Circulars issued by the MCA, the Company has also published advertisements in newspapers on Friday, May 27, 2022 and Thursday, June 2, 2022 in Business Standard, The Free Press Journal and in Navshakti and it carried all required information as specified in the said rules and notifications.
- 3.4. The Members of the Company as on the "Cut-off" date i.e., Friday, June 17, 2022 were entitled to vote on the businesses (item no. 1 to 7) as set out in the Notice of the 74<sup>th</sup> AGM.
- 3.5. The remote e-Voting commenced on Monday, June 20, 2022 (9.00 a.m. IST) and ended on Thursday, June 23, 2022 (5.00 p.m. IST) and the NSDL e-voting platform was blocked thereafter.
- 3.6. The Chairman at the 74<sup>th</sup> AGM held on Friday, June 24, 2022 through Video Conference / Other Audio-Visual Means announced that Members who have not exercised their votes through remote e-Voting before the meeting may, if they wish to, exercise their votes through remote e-Voting during the meeting.
- 3.7. After the closure of the remote e-Voting during the AGM, the report on remote voting during the meeting was diligently scrutinized.
- 3.8. The votes cast under remote e-Voting facility were thereafter unblocked. I





have scrutinized and reviewed the remote e-Voting and votes tendered therein based on the data downloaded from the NSDL e-Voting system.

- 3.9 My consolidated report on the results of remote e-Voting before and during the AGM is as under:

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

- To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2022, together with the Reports of the Board of Directors and the Auditors thereon.

No. of valid Votes cast	No. of members voted in Favour	No. of Votes in Favour	No. of Members voted against	No. of Votes against	% of votes		No. of votes Invalid
					Favour	Against	
157528969	649	157337726	18	191243	99.8786	0.1214	-

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

- To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2022, together with the Report of the Auditors thereon.

No. of valid Votes cast	No. of members voted in Favour	No. of Votes in Favour	No. of Members voted against	No. of Votes against	% of votes		No. of votes Invalid
					Favour	Against	
157528659	649	157337655	16	191004	99.8787	0.1213	-

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

- To declare dividend on the Equity Shares for the financial year ended March 31, 2022.

No. of valid Votes cast	No. of members voted in Favour	No. of Votes in Favour	No. of Members voted against	No. of Votes against	% of votes		No. of votes Invalid
					Favour	Against	
157670211	648	157479948	19	190263	99.8793	0.1207	-

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

- To appoint a Director in place of Mr. R. Mukundan (DIN: 00778253), who retires by rotation and being eligible, offers himself for re-appointment.

No. of valid Votes cast	No. of members voted in Favour	No. of Votes in Favour	No. of Members voted against	No. of Votes against	% of votes		No. of votes Invalid
					Favour	Against	
157670019	621	157302255	45	367764	99.7668	0.2332	-

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

- Re-appointment of B S R & Co. LLP, Chartered Accountants (FRN. 101248W/W-100022) as Statutory Auditors of the Company for a second term of five (5) consecutive years, from the conclusion of this Annual General Meeting ('AGM') till the conclusion of the Seventy-Ninth (79th) AGM of the Company to be held in the year 2027.

No. of valid Votes cast	No. of members voted in Favour	No. of Votes in Favour	No. of Members voted against	No. of Votes against	% of votes		No. of votes Invalid
					Favour	Against	
157670219	640	157478264	27	191955	99.8783	0.1217	-

**Item No. 6: As a Special Resolution: -**

- Change in place of keeping Registers and Records

No. of valid Votes cast	No. of members voted in Favour	No. of Votes in Favour	No. of Members voted against	No. of Votes against	% of votes		No. of votes Invalid
					Favour	Against	
157670069	638	157478292	27	191777	99.8784	0.1216	-



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

- Ratification of Remuneration of Cost Auditors

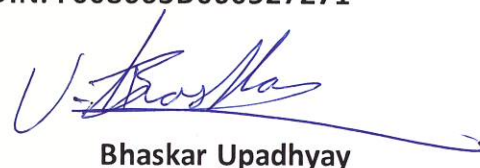
No. of valid Votes cast	No. of members voted in Favour	No. of Votes in Favour	No. of Members voted against	No. of Votes against	% of votes		No. of votes Invalid
					Favour	Against	
157670169	625	157473732	41	196437	99.8754	0.1246	-

- The Electronic Records containing details of the Members who voted "IN FAVOUR" or "AGAINST" for each resolution under remote e-Voting before/ during the meeting has been provided to the Company and those whose votes were declared invalid for each resolution under remote e-Voting before/ during the meeting has been provided to the Company.
- The above-mentioned resolutions are deemed to be passed by requisite majority as on the date of the 74<sup>th</sup> AGM of the Company i.e. Friday, June 24, 2022.
- You may accordingly declare the result of remote e-Voting before and during the AGM.

Thanking you,

For NL Bhatia & Associates  
Practising Company Secretaries  
UIN: P1996MH055800  
UDIN: F008663D000527271





**Bhaskar Upadhyay**  
Partner  
FCS: 8663  
CP No.: 9625

Date: June 24, 2022  
Place: Mumbai



Countersigned



**Mr. Yash Sheth**  
Company Secretary