



RALLIS INDIA LIMITED

Annexure B

75th Annual General Meeting Voting Results

Date of Annual General Meeting	June 15, 2023
Total Number of shareholders on Record date i.e. June 8, 2023	1,38,771
No. of shareholders present in the meeting either in person or through proxy:	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	
No. of shareholders present in the meeting through VC/OAVM:	
Promoter and Promoter Group	2
Public	63

Yours faithfully,

FOR RALLIS INDIA LIMITED

SRIKANT NAIR
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by SRIKANT NAIR
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SRIKANT NAIR
COMPANY SECRETARY

Registered Office: 23rd Floor, Vios Tower, New Cuffe Parade, Off Eastern Freeway, Wadala, Mumbai – 400 037

Tel: +91 22 6232 7400 Website: www.rallis.com

Corporate Identity No. L36992MH1948PLC014083

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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 Financial Statements of the Company for the financial year ended March 31, 2023, together with the Reports of the Board of Directors and 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	42248329	39899281	94.4399	39899281	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	42248329	39899281	94.4399	39899281	0	100.0000	0.0000
Public- Non Institutions	E-Voting	54803951	15334029	27.9798	15333055	974	99.9936	0.0064
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	54803951	15334029	27.9798	15333055	974	99.9936	0.0064
Total		194468890	152649920	78.4958	152648946	974	99.9994	0.0006
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* 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 declare dividend on the Equity Shares for the financial year ended March 31, 2023				
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	42248329	40052793	94.8033	40052793	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	42248329	40052793	94.8033	40052793	0	100.0000	0.0000
Public- Non Institutions	E-Voting	54803951	15333369	27.9786	15332734	635	99.9959	0.0041
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	54803951	15333369	27.9786	15332734	635	99.9959	0.0041
Total		194468890	152802772	78.5744	152802137	635	99.9996	0.0004
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* 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 appoint a Director in place of Mr. Bhaskar Bhat (DIN: 00148778), who retires by rotation and being eligible, offers himself for re-appointment up to and inclusive of August 29, 2024				
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	42248329	40052793	94.8033	39847703	205090	99.4880	0.5120
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	42248329	40052793	94.8033	39847703	205090	99.4880	0.5120
Public- Non Institutions	E-Voting	54803951	15333298	27.9785	15330929	2369	99.9845	0.0155
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	54803951	15333298	27.9785	15330929	2369	99.9845	0.0155
Total		194468890	152802701	78.5744	152595242	207459	99.8642	0.1358
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* 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				Ratification of Remuneration of the 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	42248329	40052793	94.8033	40052793	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	42248329	40052793	94.8033	40052793	0	100.0000	0.0000
Public- Non Institutions	E-Voting	54803951	15333369	27.9786	15326146	7223	99.9529	0.0471
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	54803951	15333369	27.9786	15326146	7223	99.9529	0.0471
Total		194468890	152802772	78.5744	152795549	7223	99.9953	0.0047
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* 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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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 75th AGM of the Equity Shareholders of the Company held on Thursday, June 15, 2023 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 75th 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. The Company had uploaded all the items of businesses to be transacted on the website of the Company and 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 75th 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 2022-23, 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 Tuesday, May 16, 2023 and Wednesday, May 24, 2023 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 08, 2023, were entitled to vote on the businesses (item no.s 1 to 4) as set out in the Notice of the 75th AGM.
- 3.5. The remote e-Voting commenced on Sunday, June 11, 2023 (9.00 a.m. IST) and ended on Wednesday, June 14, 2023 (5.00 p.m. IST) and the NSDL e-voting platform was blocked thereafter.
- 3.6. The Chairman at the 75th AGM held on Thursday, June 15, 2023 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 e-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 Financial Statements of the Company for the financial year ended March 31, 2023, 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	
152649920	473	152648946	11	974	99.9994	0.0006	-

Item No.2: As an Ordinary Resolution: -

- To declare dividend on the Equity Shares for the financial year ended March 31, 2023.

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	
152802772	475	152802137	6	635	99.9996	0.0004	-

Item No. 3: As an Ordinary Resolution: -

- To appoint a Director in place of Mr. Bhaskar Bhat (DIN:00148778), who retires by rotation and being eligible, offers himself for re-appointment up to and inclusive of August 29, 2024.

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	
152802701	451	152595242	31	207459	99.8642	0.1358	-



Item No.4: 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	
152802772	467	152795549	14	7223	99.9953	0.0047	-

- 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 75th AGM of the Company i.e. Thursday, June 15, 2023.
- You may accordingly declare the result of remote e-Voting before and during the AGM.

Thanking you,



Date: June 15, 2023

Place: Mumbai



For NL Bhatia & Associates
Practicing Company Secretaries
UIN: P1996MH055800
UDIN: F008663E000492388

Bhaskar Upadhyay
Partner
FCS: 8663
CP No.: 9625

Countersigned

Mr. Srikant Nair
Company Secretary