

# COMBINED SCRUTINIZER'S REPORT ON REMOTE E-VOTING & E-VOTING CONDUCTED DURING THE 34<sup>TH</sup> (THIRTY-FOURTH) ANNUAL GENERAL MEETING OF GODREJ AGROVET LIMITED HELD ON WEDNESDAY, AUGUST 6, 2025, AT 4.00 P.M. IST

To,
Mr. Nadir B. Godrej (Chairman)
Mr. Balram Singh Yadav (Managing Director)
Godrej Agrovet Limited
"Godrej One", 3<sup>rd</sup> Floor,
Phirojshanagar, Eastern Express Highway,
Vikhroli (East), Mumbai – 400079,
Maharashtra, India

Thirty-Fourth Annual General Meeting ("34<sup>th</sup> AGM") of the Equity Shareholders of Godrej Agrovet Limited held on Wednesday, August 6, 2025 by means of Video Conferencing (VC) / Other Audio-Visual Means (OAVM) commenced at 4.00 p.m. (IST)

Sub: Passing of Resolution(s) through electronic voting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 "Rules" as amended, the General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No. 02/2021 dated January 13, 2021, General Circular No. 19/2021 dated December 8, 2021, General Circular No. 21/2021 dated December 14, 2021, General Circular No. 2/2022 dated May 5, 2022, General Circular No. 10/2022 dated December 28, 2022, General Circular No. 09/2023 dated September 25, 2023 and General Circular No. 09/2024 dated September 19, 2024 (collectively referred to as "MCA Circulars"), read with circulars, No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, Circular No. SEBI/HO/CFD /CMD2/CIR/P/2022/62 dated May 13, 2022, Circular No. SEBI/HO/CFD/Pod-2/P/CIR/2023/4 dated January 5, 2023 and Circular No. SEBI/HO/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024, issued by issued by the Securities and Exchange Board of India (SEBI) commonly referred to as "Applicable Circulars".

I, Avinash Bagul, Partner of BNP & Associates, Companies Secretaries, had been appointed by the Board of Directors of Godrej Agrovet Limited (hereinafter referred to as the "Company") at its Meeting held on April 30, 2025, as the Scrutinizer for the Remote E-voting process as well as to scrutinize the electronic voting (E-Voting) conducted during the 34th AGM pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended by the Applicable Circulars issued in this connection both by MCA and SEBI, providing relaxation for the manner in which the AGM shall be held and conducted through VC or OAVM.

The Applicable Circulars provide for relaxation in the manner in which the AGM will be held including the manner of sending the Notices and Annual Reports to the shareholders and the manner of voting



at the meeting. I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules and the relaxations as provided in the Applicable Circulars.

As mentioned in the Notice, the proceedings of the 34<sup>th</sup> AGM will be deemed to be conducted at the Registered Office of the Company which shall be the Deemed Venue of the 34<sup>th</sup> AGM.

#### Report on Scrutiny:

- The Company had appointed National Securities Depository Limited ('NSDL') as the Service Provider, for the purpose of providing the facility of Remote E-Voting to the Members of the Company and for E-voting conducted during the 34<sup>th</sup> AGM.
- KFin Technologies Limited ('Kfintech'), (formerly KFin Technologies Private Limited) is the Registrar and Share Transfer Agents ('RTA') of the Company.
- NSDL had provided a system for recording the votes of the Members electronically through Remote
  E-voting as well as E-voting conducted during the 34<sup>th</sup> AGM on all the items of the business (both
  Ordinary and Special businesses) sought to be transacted in the 34<sup>th</sup> AGM of the Company, which
  was held on Wednesday, August 6, 2025.
- NSDL had set up electronic voting facility on their website, <a href="https://www.evoting.nsdl.com">https://www.evoting.nsdl.com</a>. The Company had uploaded all the items of the business to be transacted at the 34<sup>th</sup> AGM on its and on NSDL website and on the websites of BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") (Stock Exchanges where the Equity Shares of the Company are listed), to facilitate their members to cast their vote through Remote E-Voting.
- The Management of the Company is responsibly ensuring compliance with the requirements of the Act and the Rules there under and SEBI Listing Regulations.
- My responsibility as the Scrutinizer of the voting process (through E-voting), was restricted to scrutinize the E-voting process (Remote E-voting and E-voting conducted during the 34<sup>th</sup> AGM), in a fair and transparent manner and to prepare a Combined Scrutinizer's Report of the votes cast in favour and against the resolutions stated in the Notice, based on the reports generated from the Evoting system provided by NSDL.
- The internal cut-off date for the dispatch of the Notice of the AGM was July 4, 2025, and as on that date, there were 1,20,347 Members of the Company. As mentioned in the Applicable Circulars, NSDL had sent the Notices of the AGM along with Annual Report for the Financial Year 2024-25 and E-voting details by email to 1,13,374 Members constituting 100% of the total members, whose email IDs were made available by the Depositories. For those Members whose email IDs were not available or who were holding shares in physical form and who had not registered their email IDs with the RTA the Notices could not be sent. The Company had advertised in the newspapers, asking those Members who have not provided their email IDs to do so and to the extent, details were provided by the Members were considered for sending the Notice of the 34<sup>th</sup> AGM. The Notices sent through email contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies





(Management and Administration) Rules, 2014 as amended and as provided in the Applicable Circulars.

- In compliance with Regulation 36(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements, Regulations, 2015, the Company has issued letters to all the Shareholders whose email addresses were not registered with the Company / Depository Participant, containing a weblink from where the Shareholders can access the Annual Report for the Financial Year 2024-25.
- The Cut-off date for the purposes of identifying the Members who will be entitled to vote on the resolutions placed for approval of the Members was **Wednesday**, **July 30**, **2025**.
- As prescribed in the aforesaid Rules, the Remote E-Voting facility was kept open for 4 (Four) days from Saturday, August 2, 2025, at 9.00 a.m. IST to Tuesday, August 5, 2025 at 5.00 p.m. IST.
- The Company completed the dispatch of the notices by email to the Members on Monday, July 14, 2025.
- As prescribed in Clause IV of the Circular dated May 5, 2020, issued by MCA, which is forming part
  of the Applicable Circulars, the Company had released an advertisement prior to sending Notices to
  the Shareholders which was published in English in "Business Standard" on July 8, 2025, newspaper
  having wide circulation in the district where the Registered Office of the Company is situated and in
  Marathi in "Mumbai Lakshadeep" on July 8, 2025. The Notice contained the required information
  as provided under clause IV (a) to (g) of the said circular.
- As prescribed in clause (v) of sub rule 4 of Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company also released an advertisement, which was published more than 21 days before the date of the 34<sup>th</sup> AGM in English language in "Business Standard" newspaper having country-wide circulation on Tuesday, July 15, 2025 and in Marathi language in "Mumbai Lakshadeep" newspaper on Tuesday, July 15, 2025.
- The notice published in the newspaper carried the required information as specified in Sub Rule 4(v) (a) to (h) of the said Rule 20.
- At the end of the voting period on Tuesday, August 5, 2025 at 5.00 P.M., the voting portal of the NSDL, service provider was blocked forthwith.
- At the 34<sup>th</sup> AGM of the Company held through VC, on Wednesday, August 6, 2025, after
  considering all the items of businesses, the facility to vote electronically (E-voting) was provided to
  facilitate those members who were attending the 34<sup>th</sup> AGM through VC but could not participate in
  the Remote E-voting to record their votes.
- On Wednesday, August 6, 2025, after tabulating the votes cast electronically by the system provided by NSDL, the votes cast through Remote E-Voting facility and E-voting during the 34<sup>th</sup> AGM were duly umblocked by me as a Scrutinizer in the presence of Mr. / Ms. Dhrumil Sanghavi and Mr. / Ms. Swati Prajapati who acted as the witnesses, as prescribed in Sub Rule 4(xii) of the said Rule 20. After the voting by electronic means the votes cast through Remote E-voting process



was tabulated for the purpose of considering the total votes cast by the shareholders through both ways.

Thereafter, I, as a Scrutinizer duly compiled details of the Remote E-Voting carried out by the Members and the E-voting held during the AGM, the details of which are as follows:

The results of the Remote E-voting together with the e-voting conducted during the 34<sup>th</sup> AGM are as under:

| Details                                | Remote<br>E-voting | E-Voting at AGM                      | Total voting    |
|--|--------------------|--------------------------------------|-----------------|
| Number of members who cast their votes | 464                | 04                                   | 468             |
| Total number of Shares held by them    | 156881341          | 36016                                | 156917357       |
| Valid votes                            |                    | provided under<br>ntioned hereunder. | each one of the |
| Less voted / Abstained Votes           | As mentioned un    | der each of the Res                  | olution.        |

**Note:** Percentage of votes cast in favour or against the resolutions is calculated based on the <u>Valid Votes</u> cast through Remote E-Voting and through E-voting during the 34<sup>th</sup> AGM.

#### **ORDINARY BUSINESS:**

#### I) Item No. 1 of the Notice (As an Ordinary Resolution):

Adoption of Financial Statements for the Financial Year ended March 31, 2025:-

To consider and adopt the Audited Financial Statements (including Standalone and Consolidated Financial Statements) of the Company for the Financial Year ended March 31, 2025 and the Reports of the Board of Directors of the Company and the Statutory Auditors thereon, including Annexures thereto.

| Manner of Voting  | Votes<br>in favour of the<br>resolution |        | Votes against the resolution |        | Abstained/<br>less voted<br>i.e. invalid<br>votes |
|---|---|--------|------------------------------|--------|---|
|   | Nos.                                    | %age   | Nos.                         | %age   | Nos.  |
| Total votes through Remote e-voting and E-voting at meeting | 156916904                               | 99.999 | 453                          | 0.0003 | 0   |

Item 1 of Notice stands PASSED with the requisite majority.



## II) Item No. 2 of the Notice (As an Ordinary Resolution):

# Declaration of Final Dividend on Equity Shares for the Financial Year ended March 31, 2025:-

To declare Final Dividend on Equity Shares at the rate of 110% (One Hundred and Ten percent) [i.e. Rs. 11/- (Rupees Eleven Only) per Equity Share of Face Value of Rs. 10/- (Rupees Ten Only)] for the Financial Year ended March 31, 2025.

| Manner of Voting  | Votes<br>in favour o<br>resolutio | f the  | Votes against the resolution |       | Abstained/less voted i.e. invalid votes |
|---|-----------------------------------|--------|------------------------------|-------|---|
| -   | Nos.                              | %age   | Nos.                         | %age  | Nos.                                    |
| Total votes through<br>Remote e-voting and<br>E-voting at meeting | 156891989                         | 99.999 | 404                          | 0.001 | 24964                                   |

Item 2 of Notice stands PASSED with the requisite majority.

## III) Item No. 3 of the Notice (As an Ordinary Resolution):

Re-appointment Mr. Nadir Godrej (DIN: 00066195), as a "Director", liable to retire by rotation, who has offered himself for re-appointment:

To appoint a Director in place of Mr. Nadir Godrej [Director Identification Number (DIN): 00066195], Non-Executive & Non-Independent Director, who retires by rotation and being eligible, offers himself for re-appointment, as a "Director" of the Company.

| Manner of Voting  | in favour o | Votes<br>in favour of the<br>resolution |         | s<br>esolution | Abstained/<br>less voted<br>i.e. invalid<br>votes |
|---|-------------|---|---------|----------------|---|
|   | Nos.        | %age                                    | Nos.    | %age           | Nos.  |
| Total votes through<br>Remote e-voting and<br>E-voting at meeting | 155236868   | 98.945                                  | 1654115 | 1.054          | 26374   |

Item 3 of Notice stands PASSED with the requisite majority.

## IV) Item No. 4 of the Notice (As an Ordinary Resolution):

Re-appointment of Ms. Tanya Dubash (DIN: 00026028) as a "Director", liable to retire by rotation, who has offered herself for re-appointment.

To appoint a Director in place of Ms. Tanya Dubash [Director Identification Number (DIN): 00026028], Non-Executive & Non-Independent Director, who retires by rotation and being eligible, offers herself for re-appointment, as a "Director" of the Company.



| Manner of Voting  | Votes<br>in favour of the<br>resolution |        | Votes against the resolution |       | Abstained/<br>less voted<br>i.e. invalid<br>votes |
|---|---|--------|------------------------------|-------|---|
|   | Nos.                                    | %age   | Nos.                         | %age  | Nos.  |
| Total votes through<br>Remote e-voting and<br>E-voting at meeting | 156443567                               | 99.714 | 447416                       | 0.285 | 26374   |

Item 4 of Notice stands PASSED with the requisite majority.

#### SPECIAL BUSINESS:

V) Item No.5 of the Notice (As an Ordinary Resolution):

Ratification of Remuneration of M/s. P. M. Nanabhoy & Co., Cost Accountants, Mumbai, appointed as the "Cost Auditors" of the Company for the Financial Year ending March 31, 2026: -

To consider and ratify the remuneration of M/s. P. M. Nanabhoy& Co., Cost Accountants, Mumbai as the "Cost Auditors" of the Company for the Financial Year ending March 31, 2026.

| Manner of Voting  | Votes<br>in favour of the<br>resolution |        | Votes against the resolution |       | Abstained/<br>less voted<br>i.e. invalid<br>votes |
|---|---|--------|------------------------------|-------|---|
|   | Nos.                                    | %age   | Nos.                         | %age  | Nos.  |
| Total votes through Remote e-voting and E-voting at meeting | 156889940                               | 99.999 | 1043                         | 0.001 | 26374   |

Item 5 of Notice stands PASSED with the requisite majority.

#### VI) Item No.6 of the Notice (As an Ordinary Resolution):

Appointment of M/s. BNP & Associates, Practicing Company Secretaries, as the "Secretarial Auditors" of the Company for a term of 5 (Five) consecutive Financial Years commencing from the Financial Year 2025-26 upto the Financial Year 2029-30:-

To consider and approve the appointment of M/s. BNP & Associates, Practicing Company Secretaries as the "Secretarial Auditors" of the Company for a term of 5 (Five) consecutive Financial Years commencing from the Financial Year 2025-26 upto the Financial Year 2029-30.





| Manner of Voting   | Votes<br>in favour of the<br>resolution |        | Votes against the resolution |       | Abstained/<br>less voted<br>i.e. invalid<br>votes |
|--|---|--------|------------------------------|-------|---|
|  | Nos.                                    | %age   | Nos.                         | %age  | Nos.  |
| Total votes through<br>Remote e-voting and E-<br>voting at meeting | 152733330                               | 97.350 | 4157653                      | 2.650 | 26374   |

Item 6 of Notice stands PASSED with the requisite majority.

#### VII) Item No.7 of the Notice (As a Special Resolution):

#### Approval for Amendment to the Employees Stock Grant Scheme, 2018 (ESGS 2018):-

To consider and approve the amendment to the Employees Stock Grant Scheme, 2018.

| Manner of Voting  | in favour o | Votes<br>in favour of the<br>resolution |         | Votes against the resolution |       |
|---|-------------|---|---------|------------------------------|-------|
|   | Nos.        | %age                                    | Nos.    | %age                         | Nos.  |
| Total votes through Remote e-voting and E-voting at meeting | 148521675   | 94.665                                  | 8369308 | 5.334                        | 26374 |

Item 7 of Notice stands PASSED with the requisite majority.

All the 7 (Seven) Resolutions mentioned in the Notice of 34<sup>th</sup> AGM dated April 30, 2025, as per the details mentioned above stand **PASSED** under Remote E-voting and E-voting conducted during the 34<sup>th</sup> AGM with the requisite majority and hence deemed to be passed as on the date of the AGM.





I hereby confirm that I am maintaining the soft copy of the Registers received from the NSDL, the Service Provider in respect of the votes cast through Remote E-Voting and E-voting conducted during the 34<sup>th</sup> AGM by the Members of the Company. All other relevant records relating to Remote E-voting and E-voting is under my safe custody and will be handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

For BNP & Associates
Company Secretaries

CS. Avinash Bagul

(Partner)

(FCS No: 5578 COP No.: 19862)

Place: Mumbai

**Date:** August 6, 2025

UDIN: F005578G000951303

The following were the witnesses to the unblocking the votes cast through Remote E-voting and E-voting at the AGM.

1. Mr. / Ms. Dhrumil Sanghavi

2. Mr. / Ms. Swati Prajapati

Place: Mumbai

Date: August 6, 2025

Validate

| General information about company   |                        |  |  |  |
|---|------------------------|--|--|--|
| Scrip code  | 540743                 |  |  |  |
| NSE Symbol  | GODREJAGRO             |  |  |  |
| MSEI Symbol   | NOTLISTED              |  |  |  |
| ISIN  | INE850D01014           |  |  |  |
| Name of the company   | GODREJ AGROVET LIMITED |  |  |  |
| Type of meeting   | AGM                    |  |  |  |
| Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot) | 06-08-2025             |  |  |  |
| Start time of the meeting   | 4:00 PM                |  |  |  |
| End time of the meeting   | 4:55 PM                |  |  |  |

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| Scrutinizer Details                       |                  |  |  |  |
|---|------------------|--|--|--|
| Name of the Scrutinizer                   | Avinash Bagul    |  |  |  |
| Firms Name                                | BNP & Associates |  |  |  |
| Qualification                             | CS               |  |  |  |
| Membership Number                         | FCS 5578         |  |  |  |
| Date of Board Meeting in which appointed  | 30-04-2025       |  |  |  |
| Date of Issuance of Report to the company | 06-08-2025       |  |  |  |

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| Voting results  |            |  |  |  |
|---|------------|--|--|--|
| Record date   | 30-07-2025 |  |  |  |
| Total number of shareholders on record date                                 | 118394     |  |  |  |
| No. of shareholders present in the meeting either in person or through pro- | су         |  |  |  |
| a) Promoters and Promoter group   | 0          |  |  |  |
| b) Public   | 0          |  |  |  |
| No. of shareholders attended the meeting through video conferencing         |            |  |  |  |
| a) Promoters and Promoter group   | 5          |  |  |  |
| b) Public   | 63         |  |  |  |
| No. of resolution passed in the meeting                                     | 7          |  |  |  |
| Disclosure of notes on voting results                                       | Add Notes  |  |  |  |

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| Resolution (1) |   |                      |                        |   |                             |                           |                                      |                                    |  |  |
|----------------|---|----------------------|------------------------|---|-----------------------------|---------------------------|--------------------------------------|------------------------------------|--|--|
|                | Res   | olution required: (O | rdinary / Special)     |   | Ordinary                    |                           |                                      |                                    |  |  |
| Whether        | promoter/promoter group are   | interested in the ag | enda/resolution?       |   |                             | No                        |                                      |                                    |  |  |
|                |   | Description of resol | ution considered       | Adoption                                | of Financial Stateme        | ents for the Financia     | ll Year ended March                  | 1 31, 2025                         |  |  |
| Category       | Mode of voting  | No. of shares held   | No. of votes<br>polled | % of Votes polled on outstanding shares | No. of votes – in<br>favour | No. of votes –<br>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                  |  |  |
|                | E-Voting  |                      | 129886274              | 100.0000                                | 129886274                   | 0                         | 100.0000                             | 0.0000                             |  |  |
| Promoter and   | Poll  | 129886274            | 0                      | 0.0000                                  | 0                           | 0                         | 0.0000                               | 0.0000                             |  |  |
| Promoter Group | Postal Ballot (if applicable)   |                      | 0                      | 0.0000                                  | 0                           | 0                         | 0.0000                               | 0.0000                             |  |  |
|                | Total   | 129886274            | 129886274              | 100.0000                                | 129886274                   | 0                         | 100.0000                             | 0.0000                             |  |  |
|                | E-Voting  |                      | 14274490               | 62.5971                                 | 14274490                    | 0                         | 100.0000                             | 0.0000                             |  |  |
| Public-        | Poll  | 22803745             | 0                      | 0.0000                                  | 0                           | 0                         | 0.0000                               | 0.0000                             |  |  |
| Institutions   | Postal Ballot (if applicable)   |                      | 0                      | 0.0000                                  | 0                           | 0                         | 0.0000                               | 0.0000                             |  |  |
|                | Total   | 22803745             | 14274490               | 62.5971                                 | 14274490                    | 0                         | 100.0000                             | 0.0000                             |  |  |
|                | E-Voting  |                      | 12756593               | 32.1823                                 | 12756140                    | 453                       | 99.9964                              | 0.0036                             |  |  |
| Public- Non    | Poll  | 39638522             | 0                      | 0.0000                                  | 0                           | 0                         | 0.0000                               | 0.0000                             |  |  |
| Institutions   | Postal Ballot (if applicable)   |                      | 0                      | 0.0000                                  | 0                           | 0                         | 0.0000                               | 0.0000                             |  |  |
|                | Total   | 39638522             | 12756593               | 32.1823                                 | 12756140                    | 453                       | 99.9964                              | 0.0036                             |  |  |
| 1000           | Total         192328541         156917357         81.5882         156916904         453 |                      |                        |   |                             | 99.9997                   | 0.0003                               |                                    |  |  |
|                | Whether resolution is Pass or Not.  |                      |                        |   |                             | Y                         | es                                   |                                    |  |  |
|                | Disclosure of notes on resolution   |                      |                        |   |                             | Add N                     | lotes                                |                                    |  |  |

<sup>\*</sup> this fields are optional

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

| Resolution (2)  |                               |                      |                        |   |                             |                           |                                      |                                    |
|---|-------------------------------|----------------------|------------------------|---|-----------------------------|---------------------------|--------------------------------------|------------------------------------|
|   | Res                           | olution required: (O | rdinary / Special)     |   |                             | Ordinary                  |                                      |                                    |
| Whether   | promoter/promoter group are   | interested in the ag | enda/resolution?       |   |                             | No                        |                                      |                                    |
|   |                               | Description of resol | ution considered       | Declaration of F                        | inal Dividend on Equ        | uity Shares for the F     | inancial Year ended                  | March 31, 2025                     |
| Category  | Mode of voting                | No. of shares held   | No. of votes<br>polled | % of Votes polled on outstanding shares | No. of votes – in<br>favour | No. of votes –<br>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                  |
|   | E-Voting                      |                      | 129886274              | 100.0000                                | 129886274                   | 0                         | 100.0000                             | 0.0000                             |
| Promoter and  | Poll                          | 129886274            | 0                      | 0.0000                                  | 0                           | 0                         | 0.0000                               | 0.0000                             |
| Promoter Group  | Postal Ballot (if applicable) |                      | 0                      | 0.0000                                  | 0                           | 0                         | 0.0000                               | 0.0000                             |
|   | Total                         | 129886274            | 129886274              | 100.0000                                | 129886274                   | 0                         | 100.0000                             | 0.0000                             |
|   | E-Voting                      |                      | 14292426               | 62.6758                                 | 14292426                    | 0                         | 100.0000                             | 0.0000                             |
| Public-   | Poll                          | 22803745             | 0                      | 0.0000                                  | 0                           | 0                         | 0.0000                               | 0.0000                             |
| Institutions  | Postal Ballot (if applicable) |                      | 0                      | 0.0000                                  | 0                           | 0                         | 0.0000                               | 0.0000                             |
|   | Total                         | 22803745             | 14292426               | 62.6758                                 | 14292426                    | 0                         | 100.0000                             | 0.0000                             |
|   | E-Voting                      |                      | 12713693               | 32.0741                                 | 12713289                    | 404                       | 99.9968                              | 0.0032                             |
| Public- Non   | Poll                          | 39638522             | 0                      | 0.0000                                  | 0                           | 0                         | 0.0000                               | 0.0000                             |
| Institutions  | Postal Ballot (if applicable) |                      | 0                      | 0.0000                                  | 0                           | 0                         | 0.0000                               | 0.0000                             |
|   | Total                         | 39638522             | 12713693               | 32.0741                                 | 12713289                    | 404                       | 99.9968                              | 0.0032                             |
| Total         192328541         156892393         81.5752         156891989 |                               |                      | 404                    | 99.9997                                 | 0.0003                      |                           |                                      |                                    |
|   |                               |                      |                        |   | Whether resolu              | tion is Pass or Not.      | Y                                    | es                                 |
|   |                               |                      |                        |   | Disclosure of r             | otes on resolution        | Add N                                | lotes                              |

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

| Resolution (3) |   |                      |                        |   |                                      |   |                                      |                                    |  |  |
|----------------|---|----------------------|------------------------|---|--------------------------------------|---|--------------------------------------|------------------------------------|--|--|
|                | Resolution required: (Ordinary / Special)   |                      |                        |   | Ordinary                             |   |                                      |                                    |  |  |
| Whether        | promoter/promoter group are   | interested in the ag | enda/resolution?       |   |                                      | No  |                                      |                                    |  |  |
|                |   | Description of resol | ution considered       | Re-appointment of                       | f Mr. Nadir Godrej (D<br>who has off | DIN: 00066195), as a ered himself for rea | •                                    | retire by rotation,                |  |  |
| Category       | Mode of voting  | No. of shares held   | No. of votes<br>polled | % of Votes polled on outstanding shares | No. of votes – in<br>favour          | No. of votes –<br>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                  |  |  |
|                | E-Voting  |                      | 129886274              | 100.0000                                | 129886274                            | 0   | 100.0000                             | 0.0000                             |  |  |
| Promoter and   | Poll  | 129886274            | 0                      | 0.0000                                  | 0                                    | 0   | 0.0000                               | 0.0000                             |  |  |
| Promoter Group | Postal Ballot (if applicable)   |                      | 0                      | 0.0000                                  | 0                                    | 0   | 0.0000                               | 0.0000                             |  |  |
|                | Total   | 129886274            | 129886274              | 100.0000                                | 129886274                            | 0   | 100.0000                             | 0.0000                             |  |  |
|                | E-Voting  |                      | 14291016               | 62.6696                                 | 12637791                             | 1653225                                   | 88.4317                              | 11.5683                            |  |  |
| Public-        | Poll  | 22803745             | 0                      | 0.0000                                  | 0                                    | 0   | 0.0000                               | 0.0000                             |  |  |
| Institutions   | Postal Ballot (if applicable)   |                      | 0                      | 0.0000                                  | 0                                    | 0   | 0.0000                               | 0.0000                             |  |  |
|                | Total   | 22803745             | 14291016               | 62.6696                                 | 12637791                             | 1653225                                   | 88.4317                              | 11.5683                            |  |  |
|                | E-Voting  |                      | 12713693               | 32.0741                                 | 12712803                             | 890                                       | 99.9930                              | 0.0070                             |  |  |
| Public- Non    | Poll  | 39638522             | 0                      | 0.0000                                  | 0                                    | 0   | 0.0000                               | 0.0000                             |  |  |
| Institutions   | Postal Ballot (if applicable)   |                      | 0                      | 0.0000                                  | 0                                    | 0   | 0.0000                               | 0.0000                             |  |  |
|                | Total   | 39638522             | 12713693               | 32.0741                                 | 12712803                             | 890                                       | 99.9930                              | 0.0070                             |  |  |
| morel          | Total         192328541         156890983         81.5745         155236868         1654115 |                      |                        |   |                                      | 98.9457                                   | 1.0543                               |                                    |  |  |
|                | Whether resolution is Pass or Not.  |                      |                        |   |                                      | Y   | es                                   |                                    |  |  |
|                | Disclosure of notes on resolution   |                      |                        |   |                                      | Add N                                     | lotes                                |                                    |  |  |

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

| Resolution (4) |  |                       |                        |   |                                   |  |                                      |                                    |
|----------------|--|-----------------------|------------------------|---|-----------------------------------|--|--------------------------------------|------------------------------------|
|                | Res  | solution required: (O | rdinary / Special)     |   |                                   | Ordinary                                 |                                      |                                    |
| Whether        | promoter/promoter group are  | interested in the ag  | enda/resolution?       |   |                                   | No                                       |                                      |                                    |
|                |  | Description of reso   | lution considered      | Re-appointment of                       | Ms. Tanya Dubash (<br>who has off | DIN: 00026028) as a ered herself for rea |                                      | o retire by rotation,              |
| Category       | Mode of voting   | No. of shares held    | No. of votes<br>polled | % of Votes polled on outstanding shares | No. of votes – in<br>favour       | No. of votes –<br>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                  |
|                | E-Voting   |                       | 129886274              | 100.0000                                | 129886274                         | 0  | 100.0000                             | 0.0000                             |
| Promoter and   | Poll   | 129886274             | 0                      | 0.0000                                  | 0                                 | 0  | 0.0000                               | 0.0000                             |
| Promoter Group | Postal Ballot (if applicable)  |                       | 0                      | 0.0000                                  | 0                                 | 0  | 0.0000                               | 0.0000                             |
|                | Total  | 129886274             | 129886274              | 100.0000                                | 129886274                         | 0  | 100.0000                             | 0.0000                             |
|                | E-Voting   |                       | 14291016               | 62.6696                                 | 13844746                          | 446270                                   | 96.8773                              | 3.1227                             |
| Public-        | Poll   | 22803745              | 0                      | 0.0000                                  | 0                                 | 0  | 0.0000                               | 0.0000                             |
| Institutions   | Postal Ballot (if applicable)  |                       | 0                      | 0.0000                                  | 0                                 | 0  | 0.0000                               | 0.0000                             |
|                | Total  | 22803745              | 14291016               | 62.6696                                 | 13844746                          | 446270                                   | 96.8773                              | 3.1227                             |
|                | E-Voting   |                       | 12713693               | 32.0741                                 | 12712547                          | 1146                                     | 99.9910                              | 0.0090                             |
| Public- Non    | Poll   | 39638522              | 0                      | 0.0000                                  | 0                                 | 0  | 0.0000                               | 0.0000                             |
| Institutions   | Postal Ballot (if applicable)  |                       | 0                      | 0.0000                                  | 0                                 | 0  | 0.0000                               | 0.0000                             |
|                | Total  | 39638522              | 12713693               | 32.0741                                 | 12712547                          | 1146                                     | 99.9910                              | 0.0090                             |
| rom l          | Total         192328541         156890983         81.5745         156443567         447416 |                       |                        |   |                                   | 99.7148                                  | 0.2852                               |                                    |
|                | Whether resolution is Pass or Not.   |                       |                        |   |                                   | Y  | es                                   |                                    |
|                |  |                       |                        |   | Disclosure of r                   | notes on resolution                      | Add N                                | lotes                              |

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



| Resolution (5) |  |                       |                        |   |                             |   |                                      |                                    |
|----------------|--|-----------------------|------------------------|---|-----------------------------|---|--------------------------------------|------------------------------------|
|                | Res  | olution required: (O  | rdinary / Special)     |   |                             | Ordinary  |                                      |                                    |
| Whether        | promoter/promoter group are  | interested in the ago | enda/resolution?       |   |                             | No  |                                      |                                    |
|                |  | Description of resol  | ution considered       | Katification of                         |                             | s. P. M. Nanapnoy<br>as the "Cost Audito<br>Inancial Year endin | ors" of the                          | ants, Mumbai,                      |
| Category       | Mode of voting   | No. of shares held    | No. of votes<br>polled | % of Votes polled on outstanding shares | No. of votes – in<br>favour | No. of votes –<br>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                  |
|                | E-Voting   |                       | 129886274              | 100.0000                                | 129886274                   | 0   | 100.0000                             | 0.0000                             |
| Promoter and   | Poll   | 129886274             | 0                      | 0.0000                                  | 0                           | 0   | 0.0000                               | 0.0000                             |
| Promoter Group | Postal Ballot (if applicable)  |                       | 0                      | 0.0000                                  | 0                           | 0   | 0.0000                               | 0.0000                             |
|                | Total  | 129886274             | 129886274              | 100.0000                                | 129886274                   | 0   | 100.0000                             | 0.0000                             |
|                | E-Voting   |                       | 14291016               | 62.6696                                 | 14291016                    | 0   | 100.0000                             | 0.0000                             |
|                | Poll   | 22803745              | 0                      | 0.0000                                  | 0                           | 0   | 0.0000                               | 0.0000                             |
| Institutions   | Postal Ballot (if applicable)  |                       | 0                      | 0.0000                                  | 0                           | 0   | 0.0000                               | 0.0000                             |
|                | Total  | 22803745              | 14291016               | 62.6696                                 | 14291016                    | 0   | 100.0000                             | 0.0000                             |
|                | E-Voting   |                       | 12713693               | 32.0741                                 | 12712650                    | 1043  | 99.9918                              | 0.0082                             |
| Public- Non    | Poll   | 39638522              | 0                      | 0.0000                                  | 0                           | 0   | 0.0000                               | 0.0000                             |
| Institutions   | Postal Ballot (if applicable)  |                       | 0                      | 0.0000                                  | 0                           | 0   | 0.0000                               | 0.0000                             |
|                | Total  | 39638522              | 12713693               | 32.0741                                 | 12712650                    | 1043  | 99.9918                              | 0.0082                             |
| morel          | Total         192328541         156890983         81.5745         156889940         1043 |                       |                        |   |                             | 99.9993   | 0.0007                               |                                    |
|                | Whether resolution is Pass or Not.   |                       |                        |   |                             | Y   | es                                   |                                    |
|                | Disclosure of notes on resolution  |                       |                        |   |                             | Add N   | lotes                                |                                    |

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

| Resolution (6)   |   |                    |  |   |                             |                           |                   |                                    |
|--|---|--------------------|--|---|-----------------------------|---------------------------|-------------------|------------------------------------|
| Resolution required: (Ordinary / Special)                                |   |                    | Ordinary   |   |                             |                           |                   |                                    |
| Whether promoter/promoter group are interested in the agenda/resolution? |   |                    | No   |   |                             |                           |                   |                                    |
| Description of resolution considered                                     |   |                    | Appointment of IVI/s. BINP & Associates, Practicing Company Secretaries, as the "Secretarial Auditors" of the Company for a term of 5 (Five) consecutive Financial Years commencing from the Financial Year 2025-26 unto |   |                             |                           |                   |                                    |
| Category   | Mode of voting  | No. of shares held | No. of votes<br>polled   | % of Votes polled<br>on outstanding<br>shares | No. of votes – in<br>favour | No. of votes –<br>against | % of votes in     | % of Votes against on votes polled |
|  |   | (1)                | (2)  | (3)=[(2)/(1)]*100                             | (4)                         | (5)                       | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100                  |
|  | E-Voting  |                    | 129886274  | 100.0000                                      | 129886274                   | 0                         | 100.0000          | 0.0000                             |
| Promoter and   | Poll  | 129886274          | 0  | 0.0000  | 0                           | 0                         | 0.0000            | 0.0000                             |
| Promoter Group   | Postal Ballot (if applicable)   |                    | 0  | 0.0000  | 0                           | 0                         | 0.0000            | 0.0000                             |
|  | Total   | 129886274          | 129886274  | 100.0000                                      | 129886274                   | 0                         | 100.0000          | 0.0000                             |
|  | E-Voting  | 22803745           | 14291016   | 62.6696                                       | 10134169                    | 4156847                   | 70.9129           | 29.0871                            |
| Public-  | Poll  |                    | 0  | 0.0000  | 0                           | 0                         | 0.0000            | 0.0000                             |
| Institutions   | Postal Ballot (if applicable)   |                    | 0  | 0.0000  | 0                           | 0                         | 0.0000            | 0.0000                             |
|  | Total   | 22803745           | 14291016   | 62.6696                                       | 10134169                    | 4156847                   | 70.9129           | 29.0871                            |
|  | E-Voting  | 39638522           | 12713693   | 32.0741                                       | 12712887                    | 806                       | 99.9937           | 0.0063                             |
| Public- Non<br>Institutions  | Poll  |                    | 0  | 0.0000  | 0                           | 0                         | 0.0000            | 0.0000                             |
|  | Postal Ballot (if applicable)   |                    | 0  | 0.0000  | 0                           | 0                         | 0.0000            | 0.0000                             |
|  | Total   | 39638522           | 12713693   | 32.0741                                       | 12712887                    | 806                       | 99.9937           | 0.0063                             |
| rotel  | Total         192328541         156890983         81.5745         152733330         4157653 |                    |  |   | 97.3500                     | 2.6500                    |                   |                                    |
|  | Whether resolution is Pass or Not.  |                    |  |   | Ye                          | es                        |                   |                                    |
|  |   |                    |  |   | Disclosure of r             | notes on resolution       | Add N             | lotes                              |

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

| Resolution (7)   |   |                    |  |   |                             |                           |                                      |                                    |
|--|---|--------------------|--|---|-----------------------------|---------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special)                                |   |                    | Special  |   |                             |                           |                                      |                                    |
| Whether promoter/promoter group are interested in the agenda/resolution? |   |                    |  |   | No                          |                           |                                      |                                    |
| Description of resolution considered                                     |   |                    | Approval for Amendment to the Employees Stock Grant Scheme, 2018 (ESGS 2018) |   |                             |                           |                                      |                                    |
| Category   | Mode of voting  | No. of shares held | No. of votes<br>polled   | % of Votes polled<br>on outstanding<br>shares | No. of votes – in<br>favour | No. of votes –<br>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                  |
|  | E-Voting  |                    | 129886274  | 100.0000                                      | 129886274                   | 0                         | 100.0000                             | 0.0000                             |
| Promoter and   | Poll  | 129886274          | 0  | 0.0000  | 0                           | 0                         | 0.0000                               | 0.0000                             |
| Promoter Group   | Postal Ballot (if applicable)   |                    | 0  | 0.0000  | 0                           | 0                         | 0.0000                               | 0.0000                             |
|  | Total   | 129886274          | 129886274  | 100.0000                                      | 129886274                   | 0                         | 100.0000                             | 0.0000                             |
|  | E-Voting  | 22803745           | 14291016   | 62.6696                                       | 5923326                     | 8367690                   | 41.4479                              | 58.5521                            |
|  | Poll  |                    | 0  | 0.0000  | 0                           | 0                         | 0.0000                               | 0.0000                             |
| Institutions   | Postal Ballot (if applicable)   |                    | 0  | 0.0000  | 0                           | 0                         | 0.0000                               | 0.0000                             |
|  | Total   | 22803745           | 14291016   | 62.6696                                       | 5923326                     | 8367690                   | 41.4479                              | 58.5521                            |
|  | E-Voting  | 39638522           | 12713693   | 32.0741                                       | 12712075                    | 1618                      | 99.9873                              | 0.0127                             |
|  | Poll  |                    | 0  | 0.0000  | 0                           | 0                         | 0.0000                               | 0.0000                             |
| Institutions   | Postal Ballot (if applicable)   |                    | 0  | 0.0000  | 0                           | 0                         | 0.0000                               | 0.0000                             |
|  | Total   | 39638522           | 12713693   | 32.0741                                       | 12712075                    | 1618                      | 99.9873                              | 0.0127                             |
| riotal   | Total         192328541         156890983         81.5745         148521675         8369308 |                    |  |   | 94.6655                     | 5.3345                    |                                      |                                    |
| Whether resolution is Pass or Not.                                       |   |                    |  |   | . Yes                       |                           |                                      |                                    |
|  |   |                    |  |   | Disclosure of n             | otes on resolution        | Add N                                | Notes                              |

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