



## RALLIS INDIA LIMITED

June 23, 2026

BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai – 400 001  
Scrip Code: **500355**

National Stock Exchange of India Ltd.  
Exchange Plaza  
Bandra-Kurla Complex, Bandra (E)  
Mumbai – 400 051  
Symbol: **RALLIS**

Dear Sir/Madam,

**Sub: Proceedings and Voting Results of the 78<sup>th</sup> Annual General Meeting ('AGM') of Rallis India Limited ('the Company') held on Tuesday, June 23, 2026**

The 78<sup>th</sup> AGM of the Company was held on Tuesday, June 23, 2026 at 3:00 p.m. (IST) through Video Conferencing (VC) to transact the business as stated in the Notice dated April 27, 2026, convening the AGM.

In this regard, please find enclosed the following:

- 1) Summary of proceedings of the AGM of the Company as required under Regulation 30, Para A of Schedule – III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') – **Annexure A**
- 2) Voting results of the businesses transacted at the AGM as required under Regulation 44(3) of the SEBI Listing Regulations – **Annexure B**
- 3) Report of the Scrutinizer dated June 23, 2026 pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 – **Annexure C**

The AGM concluded at 5:45 p.m. (IST).

The Voting Results along with the Scrutinizer's Report dated June 23, 2026 is also made available on the Company's website at [www.rallis.com](http://www.rallis.com).

This is for your information and records.

Thanking you,

Yours faithfully,  
**For Rallis India Limited**

**Sariga P Gokul**  
**Company Secretary & Compliance Officer**  
**Membership no. ACS 39637**  
Encl.: as above



## RALLIS INDIA LIMITED

### Annexure A

#### **Summary of proceedings of the 78<sup>th</sup> Annual General Meeting**

The 78<sup>th</sup> Annual General Meeting ('AGM' or 'Meeting') of the Members of Rallis India Limited ('the Company') was held on Tuesday, June 23, 2026 at 3:00 p.m. (IST) via Video Conferencing ('VC') in accordance with the Circulars issued by the Ministry of Corporate Affairs ('MCA').

Ms. Sariga P. Gokul, Company Secretary & Compliance Officer, welcomed the Members to the Meeting and informed that the Company had provided its Members the facility to cast their vote electronically through the National Securities Depository Limited ('NSDL') system before the Meeting and that the remote e-voting facility was also made available during the AGM for the benefit of Members who were present during the Meeting and had not cast their votes earlier through remote e-voting. She also briefed them on certain points relating to the participation at the Meeting through VC.

The Registers as required under the Companies Act, 2013 were available for inspection electronically. The Members were informed that as there was no physical attendance of Members, the requirement of appointing proxies was not applicable.

Mr. S. Padmanabhan, Chairman of the Company, chaired the Meeting. The requisite quorum being present, the Chairman called the Meeting to order.

#### **Directors and KMP in attendance:**

<b>Sr.No.</b>	<b>Name of Director/KMP</b>	<b>Designation/Committee Position</b>	<b>Location</b>
1.	Mr. S. Padmanabhan	Non-Executive, Non-Independent, Chairman and the Chairman of Executive Committee of the Board	Joined over VC from the Common Venue in Mumbai
2.	Dr. C.V. Natraj	Independent Director and the Chairman of the Nomination and Remuneration Committee, Corporate Social Responsibility Committee, Stakeholders Relationship Committee and Safety, Health, Environment and Sustainability Committee	Joined over VC from Bengaluru
3.	Ms. Padmini Khare Kaicker	Independent Director and the Chairman of the Audit Committee and Risk Management Committee	Joined over VC from Mumbai
4.	Mr. Mahesh Girdhar	Non-Executive, Independent Director	Joined over VC from Gurugram



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5.	Mr. Ashok Sharma	Non-Executive, Independent Director	Joined over VC from Mumbai
6.	Ms. Rashmi Joshi	Non-Executive, Independent, Director	Joined over VC from Mumbai
7.	Mr. David Francis Crean	Non-Executive, Independent, Director	Joined over VC from London
8.	Mr. R. Mukundan	Non-Executive, Non-Independent, Director	Joined over VC from Mumbai
9.	Dr. Gyanendra Shukla	Managing Director & CEO	Joined over VC from the Common Venue in Mumbai
10.	Mr. Bhaskar Swaminathan	Chief Financial Officer	Joined over VC from the Common Venue in Mumbai
11.	Ms. Sariga P. Gokul	Company Secretary & Compliance Officer	Joined over VC from the Common Venue in Mumbai

The Chairman announced that the Senior Leadership Team was also present on VC.

The representatives of M/s. B S R & Co. LLP, Statutory Auditors, M/s. Parikh and Associates, Secretarial Auditors, M/s. D. C. Dave & Co., Cost Auditors were also present at the Meeting through VC.

With the consent of the Members, the Notice of the Meeting was taken as read. The Members were informed that the Statutory Auditors' Report and Secretarial Audit Report did not have any qualifications.

The Chairman made his opening remarks wherein he reflected on the industry scenario, the Company's performance for the year and future directions of the Company. He also briefly covered the segment wise performance of the Company during the financial year 2025-26.

Thereafter, Dr. Gyanendra Shukla, Managing Director & CEO, made a presentation covering the Vision, Mission and Values of the Company, along with an overview of the business environment. The presentation covered key themes including navigating the triad of headwinds, building structural resilience, financial performance, segment-wise performance, domestic customer engagement, and the Company's manufacturing and R&D capabilities. It also highlighted Project "Aalingana", CSR initiatives and their impact, the Company's agri innovation ecosystem, as well as its long-term strategy and key strategic focus areas.

The Chairman then announced that the e-Voting facility was open and Members may visit the voting page of NSDL e-Voting website and cast their vote while at the same time watch the proceedings of the Meeting.



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The following resolutions set out in the Notice convening the AGM were put to vote by remote e-Voting before / during the Meeting:

Item No.	Details of the Agenda	Resolution required (Ordinary/Special)	Mode of Voting
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2026, together with the Reports of the Board of Directors and Auditors thereon.	Ordinary	Remote e-Voting before / during the AGM
2.	To declare a dividend of ₹ 3/- per Equity Share of face value of ₹ 1/- each for the financial year ended March 31, 2026.		
3.	To appoint a Director in place of Mr. S. Padmanabhan (DIN: 00306299), who retires by rotation and being eligible, offers himself for re-appointment up to and inclusive of May 14, 2028.		
4.	Appointment of Ms. Rashmi Joshi (DIN: 06641898) as an Independent Director	Special	
5.	Appointment of Mr. David Francis Crean (DIN: 09584874) as an Independent Director		
6.	Ratification of Remuneration of the Cost Auditors	Ordinary	

The Chairman then invited the Members to express their views, ask questions and seek clarifications on the operations and financial performance of the Company and on the resolutions set out in the Notice. The Members were given an opportunity to speak in the order in which they had registered their names. After giving sufficient time to all Members who wished to speak, the Chairman along with the Managing Director & CEO appropriately responded to the queries raised by them.

The Chairman authorised Ms. Sariga P. Gokul, Company Secretary & Compliance Officer to carry out the voting process and conclude the Meeting. He also authorised the Company Secretary & Compliance Officer to accept, acknowledge and countersign the Scrutinizer's Report and declare the consolidated voting results. He informed the Members that the combined results of the remote e-Voting before/during the AGM would be announced within the stipulated time frame and the results along with the Scrutinizer's Report would be intimated to the Stock Exchanges in terms of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and would be placed on the website of the Company and NSDL as well as the Notice Board of the Registered Office of the Company.



## **RALLIS INDIA LIMITED**

The Chairman then thanked the Members for their continued support, valuable suggestions and for attending and participating in the Meeting. He also thanked the Directors for joining the Meeting virtually. The remote e-Voting facility was kept open for the next 15 minutes to enable the Members to cast their vote. Post 15 minutes, the Company Secretary informed that the meeting concluded at 5:45 p.m. upon completion of e-voting process.

The Scrutinizer's Report was received after conclusion of the Meeting on June 23, 2026. All the Resolutions were declared as passed with requisite majority.

This is for your information and records.

Yours faithfully,  
**For Rallis India Limited**

**Sariga P Gokul**  
**Company Secretary & Compliance Officer**  
**Membership no. A39637**



## RALLIS INDIA LIMITED

### Annexure B

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

<b>Date of Annual General Meeting</b>	June 23, 2026
<b>Total Number of shareholders on Record date i.e. June 16, 2026</b>	1,32,507
<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	75

Yours faithfully,  
**For Rallis India Limited**

**Sariga P Gokul**  
**Company Secretary & Compliance Officer**  
**Membership no. ACS 39637**

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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, 2026, together with the Reports of the Board of Directors and 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	107116610	107116610	100.0000	107116610	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		107116610	107116610	100.0000	107116610	0	100.0000
Public- Institutions	E-Voting	42560768	36802916	86.4715	36802916	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		42560768	36802916	86.4715	36802916	0	100.0000
Public- Non Institutions	E-Voting	44791512	346314	0.7732	346018	296	99.9145	0.0855
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		44791512	346314	0.7732	346018	296	99.9145
<b>Total</b>		194468890	144265840	74.1845	144265544	296	99.9998	0.0002
<b>Whether resolution is Pass or Not.</b>							Yes	
<b>Disclosure of notes on resolution</b>							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



For Rallis India Limited

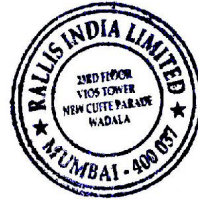
**Sariga P Gokul**  
**Company Secretary & Compliance Officer**

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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 a dividend of Rs. 3/- per Equity Share of face value of Rs. 1/- each for the financial year ended March 31, 2026.				
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	107116610	107116610	100.0000	107116610	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		107116610	107116610	100.0000	107116610	0	100.0000
Public- Institutions	E-Voting	42560768	36840829	86.5605	36840829	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		42560768	36840829	86.5605	36840829	0	100.0000
Public- Non Institutions	E-Voting	44791512	346314	0.7732	346032	282	99.9186	0.0814
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		44791512	346314	0.7732	346032	282	99.9186
<b>Total</b>		194468890	144303753	74.2040	144303471	282	99.9998	0.0002
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	0
Public Insitutions	0
Public - Non Insitutions	0



For Rallis India Limited

Sariga P Gokul  
Company Secretary & Compliance Officer

[Home](#)[Validate](#)**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. S. Padmanabhan (DIN: 00306299), who retires by rotation and being eligible, offers himself for re-appointment up to and inclusive of May 14, 2028.

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	107116610	107116610	100.0000	107116610	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		107116610	107116610	100.0000	107116610	0	100.0000
Public- Institutions	E-Voting	42560768	36840829	86.5605	36759954	80875	99.7805	0.2195
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		42560768	36840829	86.5605	36759954	80875	99.7805
Public- Non Institutions	E-Voting	44791512	346314	0.7732	344476	1838	99.4693	0.5307
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		44791512	346314	0.7732	344476	1838	99.4693
<b>Total</b>		194468890	144303753	74.2040	144221040	82713	99.9427	0.0573
<b>Whether resolution is Pass or Not.</b>							Yes	
<b>Disclosure of notes on resolution</b>							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



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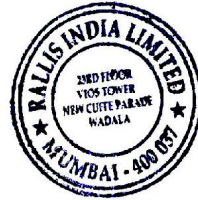
**Sariga P Gokul**  
**Company Secretary & Compliance Officer**

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Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Ms. Rashmi Joshi (DIN: 06641898) as an Independent Director.				
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	107116610	107116610	100.0000	107116610	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		107116610	107116610	100.0000	107116610	0	100.0000
Public- Institutions	E-Voting	42560768	36840829	86.5605	36449332	391497	98.9373	1.0627
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		42560768	36840829	86.5605	36449332	391497	98.9373
Public- Non Institutions	E-Voting	44791512	346301	0.7731	344784	1517	99.5619	0.4381
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		44791512	346301	0.7731	344784	1517	99.5619
<b>Total</b>		194468890	144303740	74.2040	143910726	393014	99.7276	0.2724
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	0
Public Insitutions	0
Public - Non Insitutions	0



For Rallis India Limited

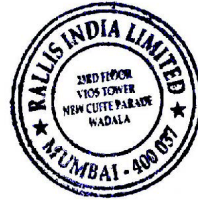
**Sariga P Gokul**  
**Company Secretary & Compliance Officer**

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Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. David Francis Crean (DIN: 09584874) as an Independent Director.				
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	107116610	107116610	100.0000	107116610	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		107116610	107116610	100.0000	107116610	0	100.0000
Public- Institutions	E-Voting	42560768	36840829	86.5605	36840829	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		42560768	36840829	86.5605	36840829	0	100.0000
Public- Non Institutions	E-Voting	44791512	346301	0.7731	344779	1522	99.5605	0.4395
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		44791512	346301	0.7731	344779	1522	99.5605
<b>Total</b>		194468890	144303740	74.2040	144302218	1522	99.9989	0.0011
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	0
Public Insitutions	0
Public - Non Insitutions	0



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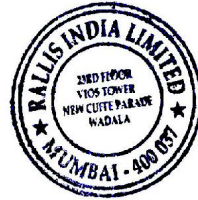
Sariga P Gokul  
Company Secretary & Compliance Officer

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Resolution (6)								
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	107116610	107116610	100.0000	107116610	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		107116610	107116610	100.0000	107116610	0	100.0000
Public- Institutions	E-Voting	42560768	36840829	86.5605	36840829	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		42560768	36840829	86.5605	36840829	0	100.0000
Public- Non Institutions	E-Voting	44791512	346301	0.7731	344615	1686	99.5131	0.4869
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		44791512	346301	0.7731	344615	1686	99.5131
<b>Total</b>		194468890	144303740	74.2040	144302054	1686	99.9988	0.0012
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	0
Public Insitutions	0
Public - Non Insitutions	0



For Rallis India Limited

Sariga P Gokul  
Company Secretary & Compliance Officer



**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. S. Padmanabhan**

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 78<sup>th</sup> 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 78<sup>th</sup> AGM of the Equity Shareholders of the Company held on Tuesday, June 23, 2026 at 3.00 p.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 78<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. 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 78<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 2025-26, 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 19, 2026 and Friday, May 29, 2026 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., Tuesday, June 16, 2026, were entitled to vote on the businesses (item nos. 1 to 6) as set out in the Notice of the 78<sup>th</sup> AGM.
- 3.5. The remote e-Voting commenced on Friday, June 19, 2026 at 9.00 a.m. (IST) and ended on Monday, June 22, 2026 at 5.00 p.m. (IST) and the NSDL e-voting platform was blocked thereafter.
- 3.6. The Chairman at the 78<sup>th</sup> AGM held on Tuesday, June 23, 2026 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, 2026, together with the Reports of the Board of Directors and 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	
14,42,65,840	346	14,42,65,544	9	296	99.9998	0.0002	-



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

- To declare a dividend of ₹ 3/- per Equity Share of face value of ₹ 1/- each for the financial year ended March 31, 2026.

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	
14,43,03,753	349	14,43,03,471	7	282	99.9998	0.0002	-

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

- To appoint a Director in place of Mr. S. Padmanabhan (DIN: 00306299), who retires by rotation and being eligible, offers himself for re-appointment up to and inclusive of May 14, 2028.

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	
14,43,03,753	333	14,42,21,040	28	82,713	99.9427	0.0573	-

**Item No.4: As a Special Resolution: -**

- Appointment of Ms. Rashmi Joshi (DIN: 06641898) as an Independent Director.

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	
14,43,03,740	330	14,39,10,726	30	3,93,014	99.7276	0.2724	-

**Item No.5: As a Special Resolution: -**

- Appointment of Mr. David Francis Crean (DIN: 09584874) as an Independent Director.

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	
14,43,03,740	336	14,43,02,218	19	1,522	99.9989	0.0011	-



**Item No.6: As an Ordinary Resolution: -**

- **Ratification of Remuneration of the 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	
14,43,03,740	333	14,43,02,054	22	1,686	99.9988	0.0012	-

- 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 78<sup>th</sup> AGM of the Company i.e. Tuesday, June 23, 2026.
- You may accordingly declare the result of remote e-Voting before and during the AGM.

Thanking you,

For N L Bhatia & Associates  
Practicing Company Secretaries  
UIN: P1996MH055800  
PR no. 6392/2025



Bhaskar Upadhyay  
Partner  
FCS: 8663  
CP No.: 9625  
UDIN: F008663H000675109

Date: June 23, 2026  
Place: Mumbai

**Countersigned**

SARIGA P GOKUL  
Digitally signed by  
SARIGA P GOKUL  
Date: 2026.06.23  
20:34:01 +05'30'

Ms. Sariga P Gokul  
Company Secretary & Compliance Officer  
Membership No. ACS 39637  
(Authorised by the Board of Directors of the Company)