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BASF India Limited, Mumbai - 400 051, India

August 4, 2023

The Market Operations Department  
BSE Limited,  
Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai 400 001.

**Name of the Company** : **BASF India Limited**  
**Security Code No.** : **500042**

Dear Sir/Madam,

**Sub: Compliance under Regulations 30 and 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.**

We wish to inform you that the Seventy Ninth Annual General Meeting (AGM) of the members of BASF India Limited was held on Friday, 4<sup>th</sup> August, 2023 at 3.00 p.m. through Video Conferencing/ Other Audio-Visual Means, where all the resolutions as set out in the Notice convening the said AGM have been transacted and passed with requisite majority by the members.

In compliance with the requirements of the Regulations 30 and 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, we are furnishing herewith the consolidated results of remote e-voting and e-voting at the AGM pertaining to the aforesaid AGM in the format prescribed along with the consolidated report dated 4<sup>th</sup> August, 2023 submitted by the Scrutinizer.

The said documents are also being uploaded on the website of the Company i.e., [www.basf.com/in](http://www.basf.com/in) and on the website of National Securities Depository Limited i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

Please take the above intimation on record and acknowledge receipt of the same.

Thanking you,

Yours Faithfully,  
For BASF India Limited

Manohar Kamath  
Director – Legal, General Counsel (India)  
& Company Secretary

Pankaj Bahl  
Manager- Company Secretarial

Cc: The Assistant Manager – Listing  
National Stock Exchange of India Ltd.  
Exchange Plaza,  
Plot No. C/1, G Block  
Bandra – Kurla Complex  
Bandra (East), Mumbai – 400 051

National Securities Depository Limited (NSDL)

Central Depository Services (India) Limited (CDSL)

**Registered Office**  
**BASF India Limited**  
The Capital, 'A' Wing, 1204-C, 12th Floor,  
Plot No. C-70, 'G' Block,  
Bandra-Kurla Complex, Bandra (East),  
Mumbai - 400 051, India

Tel +91 22 6278 5600

CIN - L33112MH1943FLC003972

[www.basf.com/in](http://www.basf.com/in)



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Date of the AGM	4 <sup>th</sup> August, 2023
Total number of shareholders on record date for voting (i.e. 28 <sup>th</sup> July, 2023)	54,642
No. of shareholders present in the meeting either in person or through proxy:  Promoters and Promoter Groups:  Public:	  Not Applicable.  
No. of shareholders attended the meeting through Video Conferencing/ Other Audio Visual Means  Promoters and Promoter Group:  Public:	  86  2  84



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**Item No. 1: Adoption of Audited Financial Statements, Directors' Report & Auditors' Report for the financial year ended 31st March 2023**

Resolution required:(Ordinary/Special)			Ordinary Resolution					
Whether promoter/promoter group are interested in the resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes– In favor (4)	No. of Votes– against (5)	% of Votes in Favor on votes polled (6)=[(4)/(2)]*	% of Votes against On votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	31743220	31743220	100.0000	31743220	Nil	100.0000	Nil
	Poll #		NA	NA	NA	NA	NA	NA
	Postal Ballot#		NA	NA	NA	NA	NA	NA
	<b>Total</b>	<b>31743220</b>	<b>31743220</b>	<b>100.0000</b>	<b>31743220</b>	<b>Nil</b>	<b>100.0000</b>	<b>Nil</b>
Public-Institutions	E-Voting	4237775	3604762	85.0626	3604762	Nil	100.0000	Nil
	Poll #		NA	NA	NA	NA	NA	NA
	Postal Ballot#		NA	NA	NA	NA	NA	NA
	<b>Total</b>	<b>4237775</b>	<b>3604762</b>	<b>85.0626</b>	<b>3604762</b>	<b>Nil</b>	<b>100.0000</b>	<b>Nil</b>
Public-Non Institutions	E-Voting	7304645	1088541	14.9020	1088533	8	99.9993	0.0007
	Poll #		NA	NA	NA	NA	NA	NA
	Postal Ballot#		NA	NA	NA	NA	NA	NA
	<b>Total</b>	<b>7304645</b>	<b>1088541</b>	<b>14.9020</b>	<b>1088533</b>	<b>8</b>	<b>99.9993</b>	<b>0.0007</b>
<b>Total</b>		<b>43285640</b>	<b>36436523</b>	<b>84.1769</b>	<b>36436515</b>	<b>8</b>	<b>100.0000</b>	<b>Nil</b>

Note: Decimals up to 4 digits have been considered.

# since Resolutions are put to vote through only E-voting process, Postal Ballot and voting by poll are not applicable.

Thus, based on the Results, the **Ordinary Resolution** as contained in Item No. 1 is passed with requisite Majority.



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**Item No. 2: Declaration of Final Dividend of Rs. 8/- per equity share (80%) for the financial year ended 31st March 2023.**

Resolution required:(Ordinary/Special)			Ordinary Resolution					
Whether promoter/promoter group are interested in the resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes– In favor (4)	No. of Votes– against (5)	% of Votes in Favor on votes polled (6)=[(4)/(2)]*100	% of Votes against On votes polled (7)=[(5)/(2)]100
Promoter and Promoter Group	E-Voting	31743220	31743220	100.0000	31743220	Nil	100.0000	Nil
	Poll #		NA	NA	NA	NA	NA	NA
	Postal Ballot#		NA	NA	NA	NA	NA	NA
	<b>Total</b>	<b>31743220</b>	<b>31743220</b>	<b>100.0000</b>	<b>31743220</b>	<b>Nil</b>	<b>100.0000</b>	<b>Nil</b>
Public-Institutions	E-Voting	4237775	3604762	85.0626	3604762	Nil	100.0000	Nil
	Poll #		NA	NA	NA	NA	NA	NA
	Postal Ballot#		NA	NA	NA	NA	NA	NA
	<b>Total</b>	<b>4237775</b>	<b>3604762</b>	<b>85.0626</b>	<b>3604762</b>	<b>Nil</b>	<b>100.0000</b>	<b>Nil</b>
Public-Non Institutions	E-Voting	7304645	1088421	14.9004	1088413	8	99.9993	0.0007
	Poll #		NA	NA	NA	NA	NA	NA
	Postal Ballot#		NA	NA	NA	NA	NA	NA
	<b>Total</b>	<b>7304645</b>	<b>1088421</b>	<b>14.9004</b>	<b>1088413</b>	<b>8</b>	<b>99.9993</b>	<b>0.0007</b>
<b>Total</b>		<b>43285640</b>	<b>36436403</b>	<b>84.1767</b>	<b>36436395</b>	<b>8</b>	<b>100.0000</b>	<b>Nil</b>

Note: Decimals up to 4 digits have been considered.

# since Resolutions are put to vote through only E-voting process, Postal Ballot and voting by poll are not applicable.

Thus, based on the Results, the **Ordinary Resolution** as contained in Item No.2 is passed with requisite Majority.



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**Item No. 3: Re-appointment of Dr. Carola Richter (DIN: 09197435), who retires by rotation at this Annual General Meeting.**

Resolution required:(Ordinary/Special)			Ordinary Resolution					
Whether promoter/promoter group are interested in the resolution?			No					
Category	Mode of Voting	No. of shares held  (1)	No. of votes polled  (2)	% of Votes Polled on outstanding shares  (3)=[(2)/(1)]*100	No. of Votes-- In favor  (4)	No. of Votes-- against  (5)	% of Votes in Favor on votes polled	% of Votes against On votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	31743220	31743220	100.0000	31743220	Nil	100.0000	Nil
	Poll #		NA	NA	NA	NA	NA	NA
	Postal Ballot#		NA	NA	NA	NA	NA	NA
	<b>Total</b>	<b>31743220</b>	<b>31743220</b>	<b>100.0000</b>	<b>31743220</b>	<b>Nil</b>	<b>100.0000</b>	<b>Nil</b>
Public-Institutions	E-Voting	4237775	3604762	85.0626	3388131	216631	93.9904	6.0096
	Poll #		NA	NA	NA	NA	NA	NA
	Postal Ballot#		NA	NA	NA	NA	NA	NA
	<b>Total</b>	<b>4237775</b>	<b>3604762</b>	<b>85.0626</b>	<b>3388131</b>	<b>216631</b>	<b>93.9904</b>	<b>6.0096</b>
Public-Non Institutions	E-Voting	7304645	1088420	14.9004	1088346	74	99.9932	0.0068
	Poll #		NA	NA	NA	NA	NA	NA
	Postal Ballot#		NA	NA	NA	NA	NA	NA
	<b>Total</b>	<b>7304645</b>	<b>1088420</b>	<b>14.9004</b>	<b>1088346</b>	<b>74</b>	<b>99.9932</b>	<b>0.0068</b>
<b>Total</b>		<b>43285640</b>	<b>36436402</b>	<b>84.1767</b>	<b>36219697</b>	<b>216705</b>	<b>99.4053</b>	<b>0.5947</b>

Note: Decimals up to 4 digits have been considered.

# since Resolutions are put to vote through only E-voting process, Postal Ballot and voting by poll are not applicable.

Thus, based on the Results, the **Ordinary Resolution** as contained in Item No.3 is passed with requisite Majority.



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**Item No. 4: Ratification of remuneration of Rs. 16.45 lakhs plus applicable taxes and reimbursement of expenses payable to M/s. R. Nanabhoy & Co., Cost Accountants (Firm Registration No: 000010), appointed by the Board of Directors of the Company as the Cost Auditors to conduct the audit of the cost accounting records of the Company for the financial year ending 31st March 2024.**

Resolution required:(Ordinary/Special)			Ordinary Resolution					
Whether promoter/promoter group are interested in the resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes– In favor (4)	No. of Votes– against (5)	% of Votes in Favor on votes polled (6)=[(4)/(2)]*	% of Votes against On votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	31743220	31743220	100.0000	31743220	Nil	100.0000	Nil
	Poll #		NA	NA	NA	NA	NA	NA
	Postal Ballot#		NA	NA	NA	NA	NA	NA
	<b>Total</b>	<b>31743220</b>	<b>31743220</b>	<b>100.0000</b>	<b>31743220</b>	<b>Nil</b>	<b>100</b>	<b>Nil</b>
Public-Institutions	E-Voting	4237775	3604762	85.0626	3604762	Nil	100.0000	Nil
	Poll #		NA	NA	NA	NA	NA	NA
	Postal Ballot#		NA	NA	NA	NA	NA	NA
	<b>Total</b>	<b>4237775</b>	<b>3604762</b>	<b>85.0626</b>	<b>3604762</b>	<b>Nil</b>	<b>100.0000</b>	<b>Nil</b>
Public-Non Institutions	E-Voting	7304645	1088393	14.9000	1088231	162	99.9851	0.0149
	Poll #		NA	NA	NA	NA	NA	NA
	Postal Ballot#		NA	NA	NA	NA	NA	NA
	<b>Total</b>	<b>7304645</b>	<b>1088393</b>	<b>14.9000</b>	<b>1088231</b>	<b>162</b>	<b>99.9851</b>	<b>0.0149</b>
<b>Total</b>		<b>43285640</b>	<b>36436375</b>	<b>84.1766</b>	<b>36436213</b>	<b>162</b>	<b>99.9996</b>	<b>0.0004</b>

Note: Decimals up to 4 digits have been considered.

# since Resolutions are put to vote through only E-voting process, Postal Ballot and voting by poll are not applicable.

Thus, based on the Results, the **Ordinary Resolution** as contained in Item No.4 is passed with requisite Majority.



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**Item No. 5: Approval for Material Related Party Transactions for the financial year 2023-24 and for the next financial year 2024-2025 i.e., until the date of the Annual General Meeting of the Company to be held during the calendar year 2024 (maximum validity of 15 (fifteen) months.**

Resolution required:(Ordinary/Special)			Ordinary Resolution					
Whether promoter/promoter group are interested in the resolution?			Yes					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes– In favor (4)	No. of Votes– against (5)	% of Votes in Favor on votes polled	% of Votes against On votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	31743220	Nil	NA	Nil	Nil	NA	NA
	Poll #		NA	NA	NA	NA	NA	NA
	Postal Ballot#		NA	NA	NA	NA	NA	NA
	<b>Total</b>		<b>31743220</b>	<b>Nil</b>	<b>NA</b>	<b>Nil</b>	<b>Nil</b>	<b>NA</b>
Public-Institutions	E-Voting	4237775	3604762	85.0626	3594646	10116	99.7194	0.2806
	Poll #		NA	NA	NA	NA	NA	NA
	Postal Ballot#		NA	NA	NA	NA	NA	NA
	<b>Total</b>		<b>4237775</b>	<b>3604762</b>	<b>85.0626</b>	<b>3594646</b>	<b>10116</b>	<b>99.7194</b>
Public-Non Institutions	E-Voting	7304645	1088420	14.9004	1087573	847	99.9222	0.0778
	Poll #		NA	NA	NA	NA	NA	NA
	Postal Ballot#		NA	NA	NA	NA	NA	NA
	<b>Total</b>		<b>7304645</b>	<b>1088420</b>	<b>14.9004</b>	<b>1087573</b>	<b>847</b>	<b>99.9222</b>
<b>Total</b>		<b>43285640</b>	<b>4693182</b>	<b>10.8424</b>	<b>4682219</b>	<b>10963</b>	<b>99.7664</b>	<b>0.2336</b>

Note: Decimals up to 4 digits have been considered.

# since Resolutions are put to Vote through only E-voting process, Postal Ballot and voting by poll are not applicable.

# Since Promoter and Promoter Group Shareholders are interested in above Resolution, they have abstained from voting.

Thus, based on the Results, the **Ordinary Resolution** as contained in Item No. 5 is passed with requisite Majority.



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**Item No. 6: Re-appointment of Mrs. Shyamala Gopinath (DIN: 02362921) as an Independent Director of the Company for the 2nd (second) term of 5 (five) years from 23rd January 2024 to 22nd January 2029.**

Resolution required:(Ordinary/Special)			Special Resolution					
Whether promoter/promoter group are interested in the resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes– In favor (4)	No. of Votes– against (5)	% of Votes in Favor on votes polled	% of Votes against On votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	31743220	31743220	100.0000	31743220	Nil	100.0000	Nil
	Poll #		NA	NA	NA	NA	NA	NA
	Postal Ballot#		NA	NA	NA	NA	NA	NA
	<b>Total</b>	<b>31743220</b>	<b>31743220</b>	<b>100.0000</b>	<b>31743220</b>	<b>Nil</b>	<b>100.0000</b>	<b>Nil</b>
Public-Institutions	E-Voting	4237775	3604762	85.0626	3334644	270118	92.5066	7.4934
	Poll #		NA	NA	NA	NA	NA	NA
	Postal Ballot#		NA	NA	NA	NA	NA	NA
	<b>Total</b>	<b>4237775</b>	<b>3604762</b>	<b>85.0626</b>	<b>3334644</b>	<b>270118</b>	<b>92.5066</b>	<b>7.4934</b>
Public-Non Institutions	E-Voting	7304645	1088394	14.9000	1087473	921	99.9154	0.0846
	Poll #		NA	NA	NA	NA	NA	NA
	Postal Ballot#		NA	NA	NA	NA	NA	NA
	<b>Total</b>	<b>7304645</b>	<b>1088394</b>	<b>14.9000</b>	<b>1087473</b>	<b>921</b>	<b>99.9154</b>	<b>0.0846</b>
<b>Total</b>		<b>43285640</b>	<b>36436376</b>	<b>84.1766</b>	<b>36165337</b>	<b>271039</b>	<b>99.2561</b>	<b>0.7439</b>

Note: Decimals up to 4 digits have been considered.

# since Resolutions are put to Vote through only E-voting process, Postal Ballot and voting by poll are not applicable.

Thus, based on the Results, the **Special Resolution** as contained in Item No. 6 is passed with requisite Majority.





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**Item No. 7: Increase in the limit of maximum basic salary i.e., from the existing approved limits of an amount not exceeding Rs. 4 crore per annum to an amount not exceeding Rs. 5.50 crore per annum payable to Mr. Alexander Gerding (DIN: 09797186), Managing Director of the Company during the tenure of his appointment i.e., 1st January, 2023 to 31st December, 2027.**

Resolution required:(Ordinary/Special)			Special Resolution					
Whether promoter/promoter group are interested in the resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes– In favor (4)	No. of Votes– against (5)	% of Votes in Favor on votes polled	% of Votes against On votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	31743220	31743220	100.0000	31743220	Nil	100.0000	Nil
	Poll #		NA	NA	NA	NA	NA	NA
	Postal Ballot#		NA	NA	NA	NA	NA	NA
	<b>Total</b>		<b>31743220</b>	<b>31743220</b>	<b>100.0000</b>	<b>31743220</b>	<b>Nil</b>	<b>100.0000</b>
Public-Institutions	E-Voting	4237775	3604762	85.0626	2725084	879678	75.5968	24.4032
	Poll #		NA	NA	NA	NA	NA	NA
	Postal Ballot#		NA	NA	NA	NA	NA	NA
	<b>Total</b>		<b>4237775</b>	<b>3604762</b>	<b>85.0626</b>	<b>2725084</b>	<b>879678</b>	<b>75.5968</b>
Public-Non Institutions	E-Voting	7304645	1088393	14.9000	1088002	391	99.9641	0.0359
	Poll #		NA	NA	NA	NA	NA	NA
	Postal Ballot#		NA	NA	NA	NA	NA	NA
	<b>Total</b>		<b>7304645</b>	<b>1088393</b>	<b>14.9000</b>	<b>1088002</b>	<b>391</b>	<b>99.9641</b>
<b>Total</b>		<b>43285640</b>	<b>36436375</b>	<b>84.1766</b>	<b>35556306</b>	<b>880069</b>	<b>97.5846</b>	<b>2.4154</b>

Note: Decimals up to 4 digits have been considered.

# since Resolutions are put to Vote through only E-voting process, Postal Ballot and voting by poll are not applicable.

Thus, based on the Results, the **Special Resolution** as contained in Item No. 7 is passed with requisite Majority.

**SCRUTINIZER'S REPORT**

**Date: 4<sup>th</sup> AUGUST, 2023.**

**To,**  
The Chairman,  
BASF INDIA LIMITED.  
The Capital, A Wing, 1204-C, 12<sup>th</sup> Floor,  
Plot No. C-70 'G' Block, Bandra Kurla Complex,  
Bandra (East) Mumbai 400051.

**Re: Consolidated Scrutinizer's Report on voting through remote E-voting of 79<sup>th</sup> Annual General Meeting held on Friday, 04<sup>th</sup> August, 2023 at 3pm [IST] through video conferencing ["VC"/Other Audio Visual means ["OAVM"] in terms of provisions of Section 108 of the Companies Act, 2013 read with the Rule 20 of the Companies [Management & Administration] Rules, 2014 as amended by Companies [Management & Administration] amendment Rules, 2015 and Circulars issued thereunder and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Circulars issued thereunder.**

Dear Sir,

- A. I, Hemant Shetye, Designated Partner of M/s HSPN & Associates LLP, Practicing Company Secretaries, had been appointed as a Scrutinizer vide Board Resolution dated 10<sup>th</sup> May, 2023 to conduct the following: -

To Scrutinize Remote E-voting process and the E-Voting facility offered to the shareholders of the Company during the course of 79<sup>th</sup> Annual General Meeting (hereinafter referred as AGM) held on 04<sup>th</sup> August, 2023, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the resolutions mentioned in the notice of 79<sup>th</sup> Annual General Meeting dated 10<sup>th</sup> May, 2023.

The voting rights were reckoned as on Friday, 28<sup>th</sup> July, 2023 being the Cut-off date for the purpose of deciding the entitlements of members eligible for voting on the Resolutions.

- B. The AGM was held through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) pursuant to provisions of the Companies Act, 2013 & Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with MCA Circulars No. 14/2020 dated April 8, 2020, No. 17/2020 dated April 13, 2020, No. 20/2020 dated May 05, 2020, No 02/2021 dated January 13, 2021, No. 21/2021 dated December 14, 2021, No 02/2022 dated May 05, 2022 and 10/2022 dated December 28, 2022 (Collectively referred to as MCA Circulars) and SEBI Circular dated May 12, 2020 January 15, 2021, May 13, 2022 and January 05, 2023.
- C. I have also attended the AGM through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM) as per the specific Login ID for Scrutinizer provided by Company.



- D. The Company had availed remote E-voting facility offered by National Securities Depository Limited (NSDL) for the purpose of E-voting by the members of the Company from Tuesday, 01<sup>st</sup> August, 2023 (From 9.00 a.m. IST) and ended on Thursday, 03<sup>rd</sup> August, 2023 (till 5.00 p.m. IST). The E-voting facility was also made available at the AGM for the members who had not voted on the resolutions through remote E-voting facility, the NSDL E-voting platform was blocked thereafter.
- E. The votes cast under the remote E-voting facility and E-voting during AGM were thereafter unblocked and counted after the conclusion of the voting at the AGM in the presence of two witnesses (Names, Address and signature given below) who were not in employment of the Company.
- F. After the closure of the e-voting at the 79<sup>th</sup> Annual General Meeting, the report on voting done for the meeting was generated in my presence and the voting was diligently scrutinized.
- G. I have scrutinized and reviewed the remote E-voting and E-voting during the AGM tendered therein based on the data downloaded from the NSDL E-voting system.
- H. The management of the company is responsible to ensure the compliance with the requirements of the companies Act, 2013 and the rules relating to AGM by Video Conferencing (VC)/ Other Audio Visual Means (OAVM) and the E-voting on the resolutions contained in the notice of the AGM, my responsibility as a scrutinizer for the voting process is restricted to make a Scrutinizer's Report of the total votes cast, votes in favor and against including invalid votes (if any) on resolutions contained in the said notice, based on the Report generated from the E-voting system provided by National Securities Depository Limited (NSDL).
- I. I have scrutinized and reviewed the entire e-voting process and votes tendered therein as per the data downloaded from the National Securities Depository Limited (NSDL) e-voting system, and based on the votes received on the same, I hereby report the following:



# HSPN & ASSOCIATES LLP

Item No. of the Notice (i)	Votes in favour of the Resolution		Votes against the Resolution		Invalid votes Nos. (vi)
	Nos. (ii)	As a % of total number of valid votes (Favour and against) $(iii=ii / (ii+iv) *100)$	Nos. (iv)	As a % of total number of valid votes (Favour and Against) $(v =iv / (ii+iv)* 100)$	
<b>Item No. 1- Ordinary Resolution:</b> Adoption of Audited Financial Statements, Directors' Report & Auditors' Report for the financial year ended 31 <sup>st</sup> March 2023.	36436515	99.9999	08	0.0001	NIL

Note: Decimals up to 4 digits have been considered.

# Since Resolutions are put to Vote through only E-voting process voting by poll is not applicable.

Thus, based on the Results, the **Ordinary Resolution** as contained in Item No. 1 is passed with requisite majority.



# HSPN & ASSOCIATES LLP

Item No. of the Notice (i)	Votes in favour of the Resolution		Votes against the Resolution		Invalid votes Nos. (vi)
	Nos. (ii)	As a % of total number of valid votes (Favour and against) (iii=ii / (ii+iv) *100)	Nos. (iv)	As a % of total number of valid votes (Favour and Against) (v =iv / (ii+iv) * 100)	
<b>Item No. 2- Ordinary Resolution:</b>  Declaration of Final Dividend of Rs. 8/- per Share (80%) for the Financial Year Ended 31st March, 2023.	36436395	99.9999	08	0.0001	NIL

Note: Decimals up to 4 digits have been considered.

# Since Resolutions are put to Vote through only E-voting process voting by poll is not applicable.

Thus, based on the Results, the **Ordinary Resolution** as contained in Item No. 2 is passed with requisite majority.



# HSPN & ASSOCIATES LLP

Item No. of the Notice (i)	Votes in favour of the Resolution		Votes against the Resolution		Invalid votes Nos. (vi)
	Nos. (ii)	As a % of total number of valid votes (Favour and against) (iii=ii / (ii+iv) *100)	Nos. (iv)	As a % of total number of valid votes (Favour and against) (v =iv/ (ii+iv) * 100)	
<b>Item No. 3- Ordinary Resolution:</b>  Re-appointment of Dr. Carola Richter (DIN:09197435), who retires by rotation at this Annual General Meeting.	36219697	99.4053	216705	0.5947	NIL

Note: Decimals up to 4 digits have been considered.

# Since Resolutions are put to Vote through only E-voting process voting by poll is not applicable.

Thus, based on the Results, the **Ordinary Resolution** as contained in Item No. 3 is passed with requisite majority.



# HSPN & ASSOCIATES LLP

Item No. of the Notice (i)	Votes in favour of the Resolution		Votes against the Resolution		Invalid votes Nos. (vi)
	Nos. (ii)	As a % of total number of valid votes (Favour and against) (iii=ii / (ii+iv) *100)	Nos. (iv)	As a % of total number of valid votes (Favour and against)  (v =iv / (ii+iv) * 100)	
<p><b>Item No. 4- Ordinary Resolution (Special Business):</b></p> <p>To approve the remuneration payable to M/s. R. Nanabhoy &amp; Co., Cost Accountants (Firm Registration No: 000010) appointed by the Board of Directors of the Company as the Cost Auditors to conduct the audit of the cost accounting records of the Company for the financial year ending 31st March 2024, amounting to Rs. 16.45 lakhs (Rupees Sixteen Lakhs Forty-Five Thousand Only) plus applicable taxes and reimbursement of out-of-pocket expenses.</p>	36436213	99.9996	162	0.0004	NIL

Note: Decimals up to 4 digits have been considered.

# Since Resolutions are put to Vote through only E-voting process, voting by poll is not applicable

Thus, based on the Results, the **Ordinary Resolution** as contained in Item No. 4 is passed with majority.



# HSPN & ASSOCIATES LLP

Item No. of the Notice (i)	Votes in favour of the Resolution		Votes against the Resolution		Invalid votes Nos. (vi)
	Nos. (ii)	As a % of total number of valid votes (Favour and against) (iii=ii / (ii+iv) *100)	Nos. (iv)	As a % of total number of valid votes (Favour and against) (v =iv / (ii+iv) * 100)	
<p><b>Item No. 5- Ordinary Resolution (Special Business):</b></p> <p>Approval for Material Related Party Transactions for the financial year 2023-24 and for the next financial year 2024-2025 i.e., until the date of the Annual General Meeting of the Company to be held during the calendar year 2024.</p>	4682219	99.7664	10963	0.2336	NIL

Note: Decimals up to 4 digits have been considered.

# Since Resolutions are put to Vote through only E-voting process voting by poll is not applicable.

# Since Promoters are interested in above Resolution, they have abstained from voting.

Thus, based on the Results, the **Ordinary Resolution** as contained in Item No. 5 is passed with requisite majority





# HSPN & ASSOCIATES LLP

Item No. of the Notice (i)	Votes in favour of the Resolution		Votes against the Resolution		Invalid votes Nos. (vi)
	Nos. (ii)	As a % of total number of valid votes (Favour and against) (iii=ii / (ii+iv) *100)	Nos. (iv)	As a % of total number of valid votes (Favour and against) (v =iv/ (ii+iv) * 100)	
<p><b>Item No. 6- Special Resolution (Special Business):</b></p> <p>To re-appoint Mrs. Shyamala Gopinath (DIN: 02362921) as an Independent Director of the Company, not liable to retire by rotation, to hold office for a further period of 5 (five) years from 23<sup>rd</sup> January, 2024 to 22<sup>nd</sup> January, 2029,</p>	36165337	99.2561	271039	0.7439	NIL

Note: Decimals up to 4 digits have been considered.

# Since Resolutions are put to Vote through only E-voting process voting by poll is not applicable.

Thus, based on the Results, the **Special Resolution** as contained in Item No. 6 is passed with requisite majority.



# HSPN & ASSOCIATES LLP

Item No. of the Notice (i)	Votes in favour of the Resolution		Votes against the Resolution		Invalid votes Nos. (vi)
	Nos. (ii)	As a % of total number of valid votes (Favour and against) (iii=ii / (ii+iv) *100)	Nos. (iv)	As a % of total number of valid votes (Favour and against) (v =iv / (ii+iv) * 100)	
<p><b>Item No. 7- Special Resolution (Special Business):</b></p> <p>To increase the limit of maximum remuneration with respect to Basic Salary i.e., from the existing approved limits of an amount not exceeding Rs. 4 crore per annum to an amount not exceeding Rs. 5.50 crore per annum, payable to Mr. Alexander Gerding (DIN: 09797186), Managing Director of the Company during the tenure of his appointment i.e., 1st January, 2023 to 31st December, 2027;</p>	35556306	97.5846	880069	2.4154	NIL

Note: Decimals up to 4 digits have been considered

# Since Resolutions are put to Vote through only E-voting process voting by poll is not applicable.

Thus, based on the Results, the **Special Resolution** as contained in Item No. 7 is passed with requisite majority.



- J. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves, and signs the minutes of the AGM.

**K. Restriction on Use**


This report has been issued at the request of the Company for (i) submission to Stock Exchanges i.e., BSE Limited & NSE Limited (ii) placing on website of the Company and (iii) website of National Securities Depository Limited (NSDL). This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or in to whose hands it may come without my prior consent in writing.

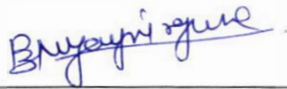
Date: 4<sup>th</sup> August, 2023.  
Place: Mumbai

ICSI UDIN: F002827E000745019  
Peer Review No: 2507/2022



For HSPN & Associates LLP,  
Company Secretaries,

  
Mr. Hemant Shetye  
Designated Partner  
FCS. -2827  
CP No. - 1483

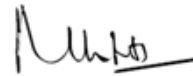


Name: Ms. Punam Nyaynirgune  
Witness 1  
Address: 206, 2<sup>nd</sup> Floor,  
Tantia & Jogani Industrial Estate,  
J. R. Boricha Marg, Lower Parel (E),  
Mumbai- 400 011.



Name: Ms. Trupti Rane  
Witness 2  
Address: 206, 2<sup>nd</sup> Floor,  
Tantia & Jogani Industrial Estate,  
J. R. Boricha Marg, Lower Parel (E),  
Mumbai- 400 011.

Counter signed by



Mr. Manohar Kamath  
Director - Legal, General Counsel (India) &  
Company Secretary