



RALLIS INDIA LIMITED

April 18, 2024

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

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

Dear Sir/Madam,

Sub: Voting Results of Postal Ballot through remote e-Voting

This is further to our letter dated March 19, 2024, enclosing the Postal Ballot Notice dated February 29, 2024, for seeking consent of the Members of the Company by way of Special and Ordinary Resolutions through remote e-Voting process. The details of the Resolutions are given below:

Sr. No.	Type of Resolution	Description of Resolution
1.	Special Resolution	Appointment of Mr. Narain Duraiswami (DIN: 03310642) as an Independent Director of the Company
2.	Ordinary Resolution	Appointment of Dr. Gyanendra Shukla (DIN: 02922133) as Director of the Company
3.	Ordinary Resolution	Appointment of Dr. Gyanendra Shukla (DIN: 02922133) as Managing Director & Chief Executive Officer of the Company

The remote e-Voting process concluded today i.e. April 18, 2024, at 5:00 p.m. (IST), post which the Scrutinizer has submitted his report on the results of the Postal Ballot. Based on the report of the Scrutinizer, we hereby inform that the Members of the Company have duly passed the above Resolutions with the requisite majority.

In this regard, please find enclosed the following:

- 1) Voting results of the Postal Ballot activity through remote e-voting in relation to aforesaid businesses as required under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 – **Annexure A**
- 2) Report of the Scrutinizer dated April 18, 2024, pursuant to Sections 108 and 110 of the Companies Act, 2013 and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 – **Annexure B**



RALLIS INDIA LIMITED

The Voting Results along with the Scrutinizer's Report is also being made available on the Company's website at www.rallis.com and on website of the National Securities Depository Limited www.evoting.nsdl.com.

This is for your information and records.

Thanking you,

**Yours faithfully,
For Rallis India Limited**

**Srikant Nair
Company Secretary & Compliance Officer**

Encl: As above



RALLIS INDIA LIMITED

Annexure A

A. DETAILS OF VOTING RESULT BY POSTAL BALLOT PROCESS

Sr. No.	Particulars	Details
1.	Date of Postal Ballot Notice	February 29, 2024
2.	Cut-off date	Friday, March 15, 2024
3.	Voting Start day, date and time	Wednesday, March 20, 2024 at 9:00 a.m. (IST)
4.	Voting End day, date and time	Thursday, April 18, 2024 at 5:00 p.m. (IST)
5.	Total Number of shareholders on Cut-off date	1,46,349
6.	No. of shareholders present in the meeting either in person or through proxy:	
	Promoter and Promoter Group	N.A.
	Public	
7.	No. of shareholders present in the meeting through VC/OAVM:	
	Promoter and Promoter Group	N.A.
	Public	

B. RESULTS OF THE POSTAL BALLOT

Sr. No.	Particulars	Resolution required	Mode of voting	Remarks
1.	Appointment of Mr. Narain Duraiswami (DIN: 03310642) as an Independent Director of the Company	Special Resolution	Remote e-Voting	Passed with requisite majority
2.	Appointment of Dr. Gyanendra Shukla (DIN: 02922133) as Director of the Company	Ordinary Resolution		
3.	Appointment of Dr. Gyanendra Shukla (DIN: 02922133) as Managing Director & Chief Executive Officer of the Company	Ordinary Resolution		

Yours faithfully,
For Rallis India Limited

Srikant Nair
Company Secretary & Compliance Officer

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Narain Duraiswami (DIN: 03310642) as an Independent Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	107116610	107116610	100.0000	107116610	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		107116610	107116610	100.0000	107116610	0	100.0000
Public- Institutions	E-Voting	43652747	40421680	92.5983	40421680	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		43652747	40421680	92.5983	40421680	0	100.0000
Public- Non Institutions	E-Voting	43699533	539036	1.2335	526683	12353	97.7083	2.2917
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		43699533	539036	1.2335	526683	12353	97.7083
Total		194468890	148077326	76.1445	148064973	12353	99.9917	0.0083
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

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

FOR RALLIS INDIA LIMITED



SRIKANT NAIR
COMPANY SECRETARY & COMPLIANCE OFFICER

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Dr. Gyanendra Shukla (DIN: 02922133) as Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	107116610	107116610	100.0000	107116610	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		107116610	107116610	100.0000	107116610	0	100.0000
Public- Institutions	E-Voting	43652747	40421680	92.5983	40358106	63574	99.8427	0.1573
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		43652747	40421680	92.5983	40358106	63574	99.8427
Public- Non Institutions	E-Voting	43699533	538994	1.2334	526226	12768	97.6311	2.3689
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		43699533	538994	1.2334	526226	12768	97.6311
Total		194468890	148077284	76.1445	148000942	76342	99.9484	0.0516
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

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

FOR RALLIS INDIA LIMITED



SRIKANT NAIR
COMPANY SECRETARY & COMPLIANCE OFFICER

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Dr. Gyanendra Shukla (DIN: 02922133) as Managing Director & Chief Executive Officer of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	107116610	107116610	100.0000	107116610	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		107116610	107116610	100.0000	107116610	0	100.0000
Public- Institutions	E-Voting	43652747	40419479	92.5932	27110191	13309288	67.0721	32.9279
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		43652747	40419479	92.5932	27110191	13309288	67.0721
Public- Non Institutions	E-Voting	43699533	538428	1.2321	525247	13181	97.5519	2.4481
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		43699533	538428	1.2321	525247	13181	97.5519
Total		194468890	148074517	76.1430	134752048	13322469	91.0029	8.9971
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Add Notes		

* this fields are optional

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



FOR RALLIS INDIA LIMITED

SRIKANT NAIR
COMPANY SECRETARY & COMPLIANCE OFFICER



SCRUTINIZER'S REPORT

[Pursuant to Section 108 & 110 of the Companies Act, 2013 and Rule 20 & 22 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 as amended]

To,
Mr. Bhaskar Bhat
Chairman
Rallis India Limited

Dear Sir,

1. I, Bhaskar Upadhyay, Practicing Company Secretary (Membership No. FCS 8663 / C.P No. 9625), Partner, M/s N.L. Bhatia & Associates, (UIN: P1996MH055800), have been appointed as a Scrutinizer by the Board of Directors of Rallis India Limited (**"the Company"**) for the purpose of scrutinizing the remote e-Voting on Resolutions, carried out through Postal Ballot and ascertaining the requisite majority on e-Voting undertaken as per the provisions of Section 108, 110 & other applicable provisions, if any of the Companies Act, 2013 (**"the Act"**) read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 (**"the 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"**) as amended, on the businesses contained in the Notice of Postal Ballot sent to the Equity Shareholders of the Company.
2. The Management of the Company is responsible to ensure the compliance with the requirements of the Act, Rules, Circulars and Notifications issued by the Ministry of Corporate Affairs (**"the MCA Circulars"**) and SEBI Listing Regulations relating to voting through electronic means on the resolutions contained in the Postal Ballot Notice dated February 29, 2024.
3. The Postal Ballot Notice dated February 29, 2024 along with statement setting out material facts under Section 102 of the Act in respect of the resolutions mentioned in

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the Postal Ballot Notice, as confirmed by the Company, was sent, electronically only to the Members whose names appeared in the Register of Members / List of Beneficial Owners as received from Link Intime India Private Limited, the Company's Registrar and Transfer Agent ('RTA') / Depositories and whose email addresses were registered with the Company / RTA / Depository Participants.

4. My responsibility as a Scrutinizer for the e-Voting during the Postal Ballot is restricted to make Scrutinizer's Report of the votes cast "**in favour**" or "**against**" the Resolutions, stated in the Notice dated February 29, 2024, based on the reports generated from the e-Voting system provided by National Securities Depository Limited (**'NSDL'**), the authorized agency to provide remote e-Voting facilities, engaged by the Company.
5. Further to above, I submit my Report as under:
 - 3.1. The Company has provided the remote e-Voting facility through NSDL. The Company had uploaded all the items of businesses to be transacted on the Website of the Company and also on the website of its service provider to facilitate its Members to cast their votes through e-Voting;
 - 3.2. The Notice of the Postal Ballot dated Thursday, February 29, 2024, contained the detailed procedure to be followed by the Members who were entitled to cast 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 said Rules and MCA Circulars, the Company has also published an advertisement in newspapers on Wednesday, March 20, 2024 in **Business Standard, Free Press Journal (English)** and in **Navshakti (Marathi)** and it carried the required information as specified in the said Rules;
 - 3.4. The Members of the Company as on the "Cut-off' date" i.e. **on Friday, March 15, 2024** were entitled to vote on the Resolutions, as set out in the Notice of the Postal Ballot;
 - 3.5. The remote e-Voting commenced on **Wednesday, March 20, 2024 (9:00 A.M. IST)** and ended on **Thursday, April 18, 2024 (5:00 P.M. IST)**. Thereafter, the e-Voting was disabled;

6. My Report on the remote e-Voting Results of the Postal Ballot is as under:

SPECIAL BUSINESS:

Item No. 1:- As a Special Resolution

Appointment of Mr. Narain Duraiswami (DIN: 03310642) as an Independent Director of the Company

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 Invalid / Abstained Votes
					Favour	Against	
14,80,77,326	942	14,80,64,973	52	12,353	99.9917	0.0083	--

Item No. 2:- As an Ordinary Resolution

Appointment of Dr. Gyanendra Shukla (DIN: 02922133) as Director of the Company.

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 Invalid / Abstained Votes
					Favour	Against	
14,80,77,284	937	14,80,00,942	60	76,342	99.9484	0.0516	--

Item No. 3:- As an Ordinary Resolution

Appointment of Dr. Gyanendra Shukla (DIN: 02922133), as Managing Director & Chief Executive Officer of the Company.

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 Invalid / Abstained Votes
					Favour	Against	
14,80,74,517	874	13,47,52,048	117	1,33,22,469	91.0029	8.9971	--

7. The Resolutions from Item No. 1 to Item No. 3 were passed by the Members of the Company, with requisite majority.
8. The above-mentioned Resolutions shall be deemed to be passed as on April 18, 2024, i.e., last date of remote e-Voting of the Postal Ballot of the Company.
9. All the documents, registers and reports relating Postal Ballot are handed over to Mr. Srikant Nair, Company Secretary & Compliance Officer.

Thanking you,

Place: Mumbai

Date: April 18, 2024

**For N L Bhatia & Associates
Practicing Company Secretary
UIN: P1996MH055800
PR No.: 700/2020**



**Bhaskar Upadhyay
Partner
FCS: 8663
CP. No. 9625
UDIN: F008663F000178426**

Countersigned

For Rallis India Limited

Srikant Nair

Company Secretary & Compliance Officer

Membership No. ACS 30208

(Authorised by the Board of Directors of the Company)