

Ref: SEC/SE/2019-20
Date: August 31, 2019

Scrip Symbol: NSE – DABUR, BSE Scrip Code: 500096

To,
Corporate Relation Department
BSE Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai- 400001

National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor
Plot No. C/1, G Block Bandra – Kurla Complex
Bandra (E), Mumbai – 400051



Sub: Voting Results of 44th Annual General Meeting ("AGM") of the Company

Dear Sir(s),

With reference to the captioned subject, please find enclosed herewith the following:

- 1) Voting Results of the businesses transacted at the AGM held on August 30, 2019 as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – **Annexure – 1.**
- 2) Report of the Scrutinizer pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 - **Annexure – 2.**

Further, we would like to inform that the shareholders of the Company in its AGM held on August 30, 2019 have approved final dividend of Rs. 1.50 per equity share. The dividend shall be paid from 19th September 2019 onwards.

This is for your information and records.

Thanking You,

Yours faithfully,

For **Dabur India Limited**


(A K Jain)
EVP (Finance) and Company Secretary

Encl: as above

Name of the Company	DABUR INDIA LIMITED
Date of the AGM	30-08-2019
Total number of shareholders on record date	193329
No. of shareholders present in the meeting either in person or through proxy:	6496
Promoters and Promoter Group:	27
Public:	6469
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No. 1	Adoption of the Audited Standalone Financial Statements for the Financial Year ended on March 31, 2019, reports of Board of Directors and Auditors thereon							
Resolution required: (Ordinary/ Special)	Ordinary Resolution							
Whether promoter/ promoter group are interested in the agenda/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 favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	1199426677	1199426677	100.0000	1199426677	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
	Total		1199426677	100.0000	1199426677	0	100.0000	0.0000
Public- Institutions	E-Voting	438750009	347922053	79.2985	347563001	359052	99.8968	0.1032
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		347922053	79.2985	347563001	359052	99.8968	0.1032
Public- Non Institutions	E-Voting	128878986	10575076	8.2054	10574995	81	99.9992	0.0008
	Poll		36796	0.0286	36795	1	99.9973	0.0027
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		10611872	8.2340	10611790	82	99.9992	0.0008
Total		1767055672	1557960602	88.1670	1557601468	359134	99.9769	0.0231



Resolution No. 2	Adoption of the Audited Consolidated Financial Statements for the Financial Year ended on March 31, 2019 and report of Auditors thereon							
Resolution required: (Ordinary/ Special)	Ordinary Resolution							
Whether promoter/ promoter group are interested in the agenda/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 favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1199426677	1199426677	100.0000	1199426677	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
	Total		1199426677	100.0000	1199426677	0	100.0000	0.0000
Public- Institutions	E-Voting	438750009	347922053	79.2985	347563001	359052	99.8968	0.1032
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		347922053	79.2985	347563001	359052	99.8968	0.1032
Public- Non Institutions	E-Voting	128878986	10575075	8.2054	10574994	81	99.9992	0.0008
	Poll		36796	0.0286	36795	1	99.9973	0.0027
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		10611871	8.2340	10611789	82	99.9992	0.0008
Total		1767055672	1557960601	88.1670	1557601467	359134	99.9769	0.0231



Resolution No. 3	Confirmation of interim dividend already paid and declaration of final dividend on equity shares for the Financial Year ended on March 31, 2019							
Resolution required: (Ordinary/ Special)	Ordinary Resolution							
Whether promoter/ promoter group are interested in the agenda/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 favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1199426677	1199426677	100.0000	1199426677	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
	Total		1199426677	100.0000	1199426677	0	0.0000	0.0000
Public- Institutions	E-Voting	438750009	348904058	79.5223	348904058	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
	Total		348904058	79.5223	348904058	0	0.0000	0.0000
Public- Non Institutions	E-Voting	128878986	10575700	8.2059	10575319	381	99.9964	0.0036
	Poll		36796	0.0286	36795	1	99.9973	0.0027
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		10612496	8.2345	10612114	382	99.9964	0.0036
Total		1767055672	1558943231	88.2226	1558942849	382	100.0000	0.0000



Resolution No. 4		Re-appointment of Mr. Amit Burman (DIN 00042050), as a director who retires by rotation						
Resolution required: (Ordinary/ Special)		Ordinary Resolution						
Whether promoter/ promoter group are interested in the agenda/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 favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1199426677	1198564682	99.9281	1198564682	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
	Total		1198564682	99.9281	1198564682	0	100.0000	0.0000
Public- Institutions	E-Voting	438750009	338333110	77.1130	328838832	9494278	97.1938	2.8062
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		338333110	77.1130	328838832	9494278	97.1938	2.8062
Public- Non Institutions	E-Voting	128878986	10575176	8.2055	10574755	421	99.9960	0.0040
	Poll		36796	0.0286	36795	1	100.0000	0.0027
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		10611972	8.2341	10611550	422	99.9960	0.0040
Total		1767055672	1547509764	87.5756	1538015064	9494700	99.3865	0.6135



Resolution No. 5		Re-appointment of Mr. Mohit Burman (DIN: 00021963) as a director who retires by rotation						
Resolution required: (Ordinary/ Special)		Ordinary Resolution						
Whether promoter/ promoter group are interested in the agenda/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 favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1199426677	1199366677	99.9950	1199366677	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
	Total		1199366677	99.9950	1199366677	0	100.000	0.0000
Public- Institutions	E-Voting	438750009	338333110	77.1130	333152547	5180563	98.4688	1.5312
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		338333110	77.1130	333152547	5180563	98.4688	1.5312
Public- Non Institutions	E-Voting	128878986	10575176	8.2055	10574776	400	99.9962	0.0038
	Poll		36796	0.0286	36795	1	99.9973	0.0027
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		10611972	8.2341	10611571	401	99.9962	0.0038
Total		1767055672	1548311759	87.6210	1543130795	5180964	99.6654	0.3346



Resolution No. 6		Approval and ratification of remuneration payable to M/s Ramanath Iyer & Co., Cost Accountants, for the financial year 2019-20						
Resolution required: (Ordinary/ Special)		Ordinary Resolution						
Whether promoter/ promoter group are interested in the agenda/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 favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1199426677	1199426677	100.0000	1199426677	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
	Total		1199426677	100.0000	1199426677	0	0.0000	0.0000
Public- Institutions	E-Voting	438750009	348904058	79.5223	348904058	0	100.0000	0.0000
	Poll		0	0.0000	0	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		348904058	79.5223	348904058	0	0.0000	0.0000
Public- Non Institutions	E-Voting	128878986	10575286	8.2056	10574389	897	99.9915	0.0085
	Poll		36796	0.0286	36793	3	99.9918	0.0082
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		10612082	8.2341	10611182	900	99.9915	0.0085
Total		1767055672	1558942817	88.2226	1558941917	900	99.9999	0.0001



Resolution No. 7	Appointment of Mr. Mohit Malhotra (DIN: 08346826) as a Director and also as a Whole Time Director of the Company, designated as CEO, for 5 years w.e.f. January 31, 2019, subject to approval of statutory authorities and approval of remuneration and other terms and condition of his appointment							
Resolution required: (Ordinary/ Special)	Ordinary Resolution							
Whether promoter/ promoter group are interested in the agenda/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 favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1199426677	1199426677	100.0000	1199426677	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
	Total		1199426677	100.0000	1199426677	0	100.0000	0.0000
Public- Institutions	E-Voting	438750009	338333110	77.1130	328799511	9533599	97.1822	2.8178
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		338333110	77.1130	328799511	9533599	97.1822	2.8178
Public- Non Institutions	E-Voting	128878986	10575142	8.2055	10574746	396	99.9963	0.0037
	Poll		36796	0.0286	36795	1	99.9973	0.0027
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		10611938	8.2340	10611541	397	99.9963	0.0037
Total		1767055672	1548371725	87.6244	1538837729	9533996	99.3843	0.6157



Resolution No. 8	Appointment of Mr. Ajit Mohan Sharan (DIN: 02458844) as an Independent Director of the Company for a term of 5 (five) consecutive years w.e.f. January 31, 2019							
Resolution required: (Ordinary/ Special)	Ordinary Resolution							
Whether promoter/ promoter group are interested in the agenda/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 favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1199426677	1199426677	100.0000	1199426677	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
	Total		1199426677	100.0000	1199426677	0	100.0000	0.0000
Public- Institutions	E-Voting	438750009	338333110	77.1130	337357244	975866	99.7116	0.2884
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		338333110	77.1130	337357244	975866	99.7116	0.2884
Public- Non Institutions	E-Voting	128878986	10575166	8.2055	10567104	8062	99.9238	0.0762
	Poll		36796	0.0286	36795	1	99.9973	0.0027
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		10611962	8.2341	10603899	8063	99.9240	0.0760
Total		1767055672	1548371749	87.6244	1547387820	983929	99.9365	0.0635



Resolution No. 9		Appointment of Mr. Aditya Burman (DIN: 00042277) as a Director of the Company w.e.f. July 19, 2019						
Resolution required: (Ordinary/ Special)		Ordinary Resolution						
Whether promoter/ promoter group are interested in the agenda/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 favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1199426677	1198676677	99.9375	1198676677	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
	Total		1198676677	99.9375	1198676677	0	100.0000	0.0000
Public- Institutions	E-Voting	438750009	340901329	77.6983	335719273	5182056	98.4799	1.5201
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		340901329	77.6983	335719273	5182056	98.4799	1.5201
Public- Non Institutions	E-Voting	128878986	10575085	8.2054	10574513	572	99.9946	0.0054
	Poll		36796	0.0286	36795	1	99.9973	0.0027
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		10611881	8.2340	10611308	573	99.9946	0.0054
Total		1767055672	1550189887	87.7273	1545007258	5182629	99.6657	0.3343



Resolution No. 10		Re-appointment of Mrs. Falguni Sanjay Nayar (DIN: 00003633) as an Independent Director of the Company for a second term of 5 (five) consecutive years w.e.f. July 28, 2019						
Resolution required: (Ordinary/ Special)		Special Resolution						
Whether promoter/ promoter group are interested in the agenda/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 favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1199426677	1199426677	100.0000	1199426677	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
	Total		1199426677	100.0000	1199426677	0	100.0000	0.0000
Public- Institutions	E-Voting	438750009	338333110	77.1130	337293571	1039539	99.6927	0.3073
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		338333110	77.1130	337293571	1039539	99.6927	0.3073
Public- Non Institutions	E-Voting	128878986	10575076	8.2054	10565134	9942	99.9060	0.0940
	Poll		36796	0.0286	36795	1	99.9973	0.0027
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		10611872	8.2340	10601929	9943	99.9063	0.0937
Total		1767055672	1548371659	87.6244	1547322177	1049482	99.9322	0.0678



Resolution No. 11	Re-appointment of Mr. P N Vijay (DIN: 00049992) as an Independent Director of the Company for a second term of 5 (five) consecutive years w.e.f. July 22, 2019							
Resolution required: (Ordinary/ Special)	Special Resolution							
Whether promoter/ promoter group are interested in the agenda/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 favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1199426677	1199426677	100.0000	1199426677	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
	Total		1199426677	100.0000	1199426677	0	100.0000	0.0000
Public- Institutions	E-Voting	438750009	310358129	70.7369	259481154	50876975	83.6070	16.3930
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		310358129	70.7369	259481154	50876975	83.6070	16.3930
Public- Non Institutions	E-Voting	128878986	10575076	8.2054	9416483	1158593	89.0441	10.9559
	Poll		36796	0.0286	36795	1	99.9973	0.0027
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		10611872	8.2340	9453278	1158594	89.0821	10.9179
Total		1767055672	1520396678	86.0412	1468361109	52035569	96.5775	3.4225



Resolution No. 12	Re-appointment of Dr. S Narayan (DIN: 00094081), aged 76 years, as an Independent Director of the Company for a second term of 5 (five) consecutive years w.e.f. July 22, 2019, including his appointment for being more than 75 years of age							
Resolution required: (Ordinary/ Special)	Special Resolution							
Whether promoter/ promoter group are interested in the agenda/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 favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1199426677	1199426677	100.0000	1199426677	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
	Total		1199426677	100.0000	1199426677	0	100.0000	0.0000
Public- Institutions	E-Voting	438750009	310358129	70.7369	258904696	51453433	83.4213	16.5787
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		310358129	70.7369	258904696	51453433	83.4213	16.5787
Public- Non Institutions	E-Voting	128878986	10575085	8.2054	9421322	1153763	89.0898	10.9102
	Poll		36796	0.0286	36795	1	99.9973	0.0027
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		10611881	8.2340	9458117	1153764	89.1276	10.8724
Total		1767055672	1520396687	86.0412	1467789490	52607197	96.5399	3.4601



Resolution No. 13	Re-appointment of Mr. R C Bhargava (DIN: 00007620), aged 84 years, as an Independent Director of the Company for a second term of 5 (five) consecutive years w.e.f. July 22, 2019, including his appointment for being more than 75 years of age							
Resolution required: (Ordinary/ Special)	Special Resolution							
Whether promoter/ promoter group are interested in the agenda/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 favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1199426677	1199426677	100.0000	1199426677	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
	Total		1199426677	100.0000	1199426677	0	100.0000	0.0000
Public- Institutions	E-Voting	438750009	310358129	70.7369	253864259	56493870	81.7972	18.2028
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		310358129	70.7369	253864259	56493870	81.7972	18.2028
Public- Non Institutions	E-Voting	128878986	10575086	8.2054	9414151	1160935	89.0220	10.9780
	Poll		36796	0.0286	36675	121	99.6712	0.3288
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		10611882	8.2340	9450826	1161056	89.0589	10.9411
Total		1767055672	1520396688	86.0412	1462741762	57654926	96.2079	3.7921



Resolution No. 14	Re-appointment of Dr. Ajay Dua (DIN: 02318948) aged 72 years, as an Independent Director of the Company for a second term of 5 (five) consecutive years w.e.f. July 22, 2019, including his continuation in office upon attaining the age of 75 years in July, 2022							
Resolution required: (Ordinary/ Special)	Special Resolution							
Whether promoter/ promoter group are interested in the agenda/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 favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1199426677	1199426677	100.0000	1199426677	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
	Total		1199426677	100.0000	1199426677	0	0.0000	0.0000
Public- Institutions	E-Voting	438750009	310358129	70.7369	289158016	21200113	93.1691	6.8309
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		310358129	70.7369	289158016	21200113	93.1691	6.8309
Public- Non Institutions	E-Voting	128878986	10575086	8.2054	9421556	1153530	89.0920	10.9080
	Poll		36796	0.0286	36795	1	99.9973	0.0027
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		10611882	8.2340	9458351	1153531	89.1298	10.8702
Total		1767055672	1520396688	86.0412	1498043044	22353644	98.5297	1.4703



Resolution No. 15	Re-appointment of Mr. Sanjay Kumar Bhattacharyya (DIN: 01924770) as an Independent Director of the Company for a second term of 5 (five) consecutive years w.e.f. July 22, 2019							
Resolution required: (Ordinary/ Special)	Special Resolution							
Whether promoter/ promoter group are interested in the agenda/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 favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1199426677	1199426677	100.0000	1199426677	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
	Total		1199426677	100.0000	1199426677	0	100.0000	0.0000
Public- Institutions	E-Voting	438750009	338333110	77.1130	337293571	1039539	99.6927	0.3073
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		338333110	77.1130	337293571	1039539	99.6927	0.3073
Public- Non Institutions	E-Voting	128878986	10575075	8.2054	10298676	276399	97.3863	2.6137
	Poll		36796	0.0286	36795	1	99.9973	0.0027
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		10611871	8.2340	10335471	276400	97.3954	2.6046
Total		1767055672	1548371658	87.6244	1547055719	1315939	99.9150	0.0850



Resolution No. 16	Approval for payment of Remuneration including profit related commission, by whatever name called, to Non-executive Independent Directors for a period of 5 years, commencing from April 1, 2019 upto one percent of the Net Profits of the Company in any Financial Year in terms of Section 197 of the Act							
Resolution required: (Ordinary/ Special)	Ordinary Resolution							
Whether promoter/ promoter group are interested in the agenda/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 favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1199426677	1199426677	100.0000	1199426677	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
	Total		1199426677	100.0000	1199426677	0	100.0000	0.0000
Public- Institutions	E-Voting	438750009	338333110	77.1130	337111921	1221189	99.6391	0.3609
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		338333110	77.1130	337111921	1221189	99.6391	0.3609
Public- Non Institutions	E-Voting	128878986	10575056	8.2054	10571080	3976	99.9624	0.0376
	Poll		36796	0.0286	36573	223	99.3940	0.6060
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		10611852	8.2340	10607653	4199	99.9604	0.0396
Total		1767055672	1548371639	87.6244	1547146251	1225388	99.9209	0.0791



Annexure - 2

Consolidated Report of Scrutinizer on remote e-voting and voting through polling paper

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
44th Annual General Meeting of the Equity Shareholders of
Dabur India Limited
held on 30th August, 2019 at 4:00 PM,
at Air Force Auditorium, Subroto Park,
New Delhi –110010.

Sub: Scrutinizer's Report on remote e-voting & voting through polling paper conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules 2014

Dear Sir,

I, **CS Navneet Arora**, Company Secretary in Practice & Managing Partner of **M/s Navneet K Arora & Co LLP** having Registered Office at **E-8/1, Near Geeta Bhawan Mandir, Malviya Nagar, New Delhi-110017** was appointed as Scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing of voting process i.e. remote e-voting process and voting through polling paper (poll) at Annual General Meeting (AGM) in pursuance of the Section 108 of the Companies Act 2013 (hereinafter "the Act"), read with Rule-20 of the Companies (Management and Administration) Rules 2014 as substituted by the Companies (Management and Administration) Rules 2015 (hereinafter "the Rules") and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 on the agenda items mentioned in the Notice dated **July 19, 2019** of the **44th Annual General Meeting** of the members of the Company held on **Friday, the 30th day of August, 2019 at 4.00 PM at Air Force Auditorium, Subroto Park, New Delhi –110010.**

The management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 and Rules relating to voting through electronic means and polling paper received on the resolutions contained in the Notice of Annual General Meeting. My responsibility as a scrutinizer is restricted to make a Scrutinizer's Report of the votes cast "**in favour**" or "**against**" the resolutions stated above based on the report generated from the e-voting system provided by the **Karvy Fintech Private Limited (Karvy)**, the authorized agency appointed by the Company for providing remote e-voting facilities and polling paper received by the company.





I have completed the scrutiny of online voting (remote e-voting) and polling papers received and submit my report as under: -

1. The Company has engaged the services of **Karvy Fintech Private Limited (herein after "Karvy")** as the Authorized Agency to provide secured system for remote e-voting process. The shareholders of the Company had been provided facility to vote on resolutions through the remote e-voting facility. Shareholders opting for remote e-voting facility, cast their votes on the designated website <https://evoting.Karvy.com> of Karvy.
2. The Company has completed the dispatch of notice containing remote e-voting instruction on **Saturday, the 3rd day of August, 2019**. The shareholders of the Company as on cut-off date i.e. **Friday, the 23th day of August, 2019** were entitled to avail the facility of remote e-voting. Shareholders who have not cast their votes via remote e-voting & present at the AGM were entitled to cast their votes through polling paper on all resolutions (Item No. 1 to 16) as set out in the notice dated **July 19, 2019**.
3. The remote e-voting period commenced from **Tuesday 9.00 am (IST) on 27th August, 2019 and ended on Thursday, 5.00 pm (IST) on 29th August, 2019**. All the votes received by casting of votes electronically through Karvy portal up to **5.00 pm (IST) on 29th August, 2019**, the last date and time fixed by the Company were considered for my scrutiny. E-voting facility was blocked forthwith thereafter.
4. After closure of period for remote e-voting, the details of members, such as their names, folio number, number of shares held, who has cast votes through remote e-voting were downloaded from the e-voting website of Karvy, for the purpose of ensuring that the votes of members who have already cast their votes through remote e-voting are not counted again on voting through poll. .
5. At the 44th AGM, after the Chairman ordered for poll, two ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
6. The locked ballot boxes were subsequently opened after completion of poll, in my presence along with two witnesses (1) **CS Arvinder Singh Kindra R/o B-1, Takshshila Apts. Plot No -57, I P Extn., Patparganj, Delhi -110092** and (2) **CS Alok Kumar B-40/2, Third Floor, Gali No-15, Madhu Vihar, I P Extension, Patparganj, Delhi- 110092** who are not in the employment of the Company and poll papers were diligently scrutinized. The witnesses have signed below in confirmation of the Ballot Boxes being unlocked in my presence. The Poll papers have been reconciled with the records maintained by Karvy, Registrar & Share Transfer Agents of the Company and the authorization / proxies lodged with the Company to eliminate the duplicate voting i.e. remote e-voting as well as by use of polling paper. A detailed register was maintained containing the particulars of shareholders participated in the voting.


Name: (CS Arvinder Singh Kindra)

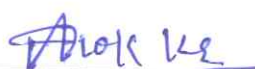

Name: (CS Alok Kumar)





7. The polling papers, which were incomplete and / or which were otherwise found defective have been treated as ignored and kept separately.
8. After counting, the votes cast by the members and proxy holders present at the 44th AGM through polling papers, the votes cast through remote e-voting by the members were unblocked at **6.06 pm (IST) on 30th August, 2019** in the presence of **2 (Two)** witnesses namely **CS Arvinder Singh Kindra and CS Alok Kumar** who are not in the employment of the Company. They have signed below in the confirmation of the votes being unblocked in their presence


Name: (CS Arvinder Singh Kindra)


Name: (CS Alok Kumar)

Thereafter, the details containing interalia, the information about shareholders voting “For” and “Against” the resolutions, were generated from the e-voting website of Karvy.

9. Based on report generated from the e-voting website of Karvy and voting through polling paper at 44th AGM, the consolidated report on the result of voting on each resolution are given hereunder:

Item No -1: Ordinary Resolution

Adoption of Audited Standalone Financial Statements for the Financial Year ended 31st March, 2019 and the Reports of Board of Directors and Auditors thereon.

- (i) Voted ‘FOR’ the resolution :

Mode of Voting	Number of members voted	Number of votes cast in ‘Favour’ of resolution	% of total number of valid votes cast
Remote e-voting	781	1557564673	99.975
Voting through polling paper (in person or by proxy)	125	36795	0.002
Total	906	1557601468	99.977

- (ii) Voted ‘AGAINST’ the resolution :

Mode of Voting	Number of members voted	Number of votes cast ‘Against’ the resolution	% of total number of valid votes cast
Remote e-voting	4	359133	0.023
Voting through polling paper (in person or by proxy)	1	1	0.000
Total	5	359134	0.023





(iii) Votes 'ABSTAIN':

Mode of voting	Total number of members whose votes were declared 'Abstain'	Total number of votes cast by them were declared 'Abstain'
Remote e-voting	10	3342199
Voting through polling paper (in person or by proxy)	NIL	NIL
Total	10	3342199

Item No -2- Ordinary Resolution

Adoption of Audited Consolidated Financial Statements for the Financial Year ended 31st March, 2019 and the Report of Auditors thereon.

(i) Voted 'FOR' the resolution :

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-voting	780	1557564672	99.975
Voting through polling paper (in person or by proxy)	125	36795	0.002
Total	905	1557601467	99.977

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(ii) Voted 'AGAINST' the resolution :

Mode of Voting	Number of members voted	Number of votes cast 'Against the resolution	% of total number of valid votes cast
Remote e-voting	4	359133	0.023
Voting through polling paper (in person or by proxy)	1	1	0.000
Total	5	359134	0.023

(iii) Votes 'ABSTAIN':

Mode of voting	Total number of members whose votes were declared 'Abstain'	Total number of votes cast by them were declared 'Abstain'
Remote e-voting	11	3342201
Voting through polling paper (in person or by proxy)	0	0
Total	11	3342201





Item No -3- Ordinary Resolution

Confirmation of Interim Dividend already paid and declaration of Final Dividend on equity shares for the Financial Year ended 31st March, 2019.

(i) Voted 'FOR' the resolution :

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-voting	783	1558906054	99.998
Voting through polling paper(in person or by proxy)	125	36795	0.002
Total	908	1558942849	100.000

(ii) Voted 'AGAINST' the resolution :

Mode of Voting	Number of members voted	Number of votes cast 'Against' the resolution	% of total number of valid votes cast
Remote e-voting	4	381	0.000
Voting through polling paper (in person or by proxy)	1	1	0.000
Total	5	382	0.000

(iii) Votes 'ABSTAIN':

Mode of voting	Total number of members whose votes were declared 'Abstain'	Total number of votes cast by them were declared 'Abstain'
Remote e-voting	8	2359571
Voting through polling paper (in person or by proxy)	Nil	Nil
Total	8	2359571





Item No -4- Ordinary Resolution

Re-appointment of Mr. Amit Burman (DIN 00042050), as a director who retires by rotation.

(i) Voted 'FOR' the resolution :

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-voting	710	1537978269	99.384
Voting through polling paper (in person or by proxy)	125	36795	0.002
Total	835	1538015064	99.386

(ii) Voted 'AGAINST' the resolution :

Mode of Voting	Number of members voted	Number of votes cast 'Against' the resolution	% of total number of valid votes cast
Remote e-voting	65	9494699	0.614
Voting through polling paper (in person or by proxy)	1	1	0.000
Total	66	9494700	0.614

(iii) Votes 'ABSTAIN':

Mode of voting	Total number of members whose votes were declared 'Abstain'	Total number of votes cast by them were declared 'Abstain'
Remote e-voting	20	13793037
Voting through polling paper (in person or by proxy)	NIL	NIL
Total	20	13793037





Item No -5- Ordinary Resolution

Re-appointment of Mr. Mohit Burman (DIN: 00021963) as a director who retires by rotation.

(i) Voted 'FOR' the resolution :

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-voting	752	1543094000	99.663
Voting through polling paper (in person or by proxy)	125	36795	0.002
Total	877	1543130795	99.665

(ii) Voted 'AGAINST' the resolution :

Mode of Voting	Number of members voted	Number of votes cast 'Against' the resolution	% of total number of valid votes cast
Remote e-voting	23	5180963	0.335
Voting through polling paper (in person or by proxy)	1	1	0.000
Total	24	5180964	0.335

(iii) Votes 'ABSTAIN':

Mode of voting	Total number of members whose votes were declared 'Abstain'	Total number of votes cast by them were declared 'Abstain'
Remote e-voting	20	12991042
Voting through polling paper (in person or by proxy)	NIL	NIL
Total	20	12991042





Item No -6- Ordinary Resolution

Approval and ratification of remuneration payable to M/s Ramanath Iyer & Co., Cost Accountants for the financial year 2019-20.

(i) Voted 'FOR' the resolution :

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-voting	780	1558905124	99.997
Voting through polling paper (in person or by proxy)	124	36793	0.002
Total	904	1558941917	99.999

(ii) Voted 'AGAINST' the resolution :

Mode of Voting	Number of members voted	Number of votes cast 'Against' the resolution	% of total number of valid votes cast
Remote e-voting	7	897	0.001
Voting through polling paper (in person or by proxy)	2	3	0.000
Total	9	900	0.001

(iii) Votes 'ABSTAIN':

Mode of voting	Total number of members whose votes were declared 'Abstain'	Total number of votes cast by them were declared 'Abstain'
Remote e-voting	9	2359984
Voting through polling paper (in person or by proxy)	NIL	NIL
Total	9	2359984





Item No -7- Ordinary Resolution

Appointment of Mr. Mohit Malhotra (DIN: 08346826) as a Director and also as a Whole Time Director of the Company, designated as CEO, for 5 years w.e.f. January 31, 2019, subject to approval of statutory authorities and approval of remuneration and other terms and condition of his appointment.

(i) Voted 'FOR' the resolution :

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-voting	746	1538800934	99.382
Voting through polling paper (in person or by proxy)	125	36795	0.002
Total	871	1538837729	99.384

(ii) Voted 'AGAINST' the resolution :

Mode of Voting	Number of members voted	Number of votes cast 'Against' the resolution	% of total number of valid votes cast
Remote e-voting	30	9533995	0.616
Voting through polling paper (in person or by proxy)	1	1	0.000
Total	31	9533996	0.616

(iii) Votes 'ABSTAIN':

Mode of voting	Total number of members whose votes were declared 'Abstain'	Total number of votes cast by them were declared 'Abstain'
Remote e-voting	19	12931076
Voting through polling paper (in person or by proxy)	NIL	NIL
Total	19	12931076





Item No -8- Ordinary Resolution

Appointment of Mr. Ajit Mohan Sharan (DIN: 02458844) as an Independent Director of the Company for a term of 5 (five) consecutive years w.e.f. January 31, 2019.

(i) Voted 'FOR' the resolution :

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-voting	762	1547351025	99.935
Voting through polling paper (in person or by proxy)	125	36795	0.002
Total	887	1547387820	99.937

(ii) Voted 'AGAINST' the resolution :

Mode of Voting	Number of members voted	Number of votes cast 'Against' the resolution	% of total number of valid votes cast
Remote e-voting	17	983928	0.063
Voting through polling paper (in person or by proxy)	1	1	0.000
Total	18	983929	0.063

(iii) Votes 'ABSTAIN':

Mode of voting	Total number of members whose votes were declared 'Abstain'	Total number of votes cast by them were declared 'Abstain'
Remote e-voting	18	12931052
Voting through polling paper (in person or by proxy)	Nil	Nil
Total	18	12931052





Item No -9- Ordinary Resolution

Appointment of Mr. Aditya Burman (DIN: 00042277) as a Director of the Company w.e.f. July 19, 2019.

(i) Voted 'FOR' the resolution :

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-voting	754	1544970463	99.664
Voting through polling paper (in person or by proxy)	125	36795	0.002
Total	879	1545007258	99.666

(ii) Voted 'AGAINST' the resolution :

Mode of Voting	Number of members voted	Number of votes cast 'Against' the resolution	% of total number of valid votes cast
Remote e-voting	25	5182628	0.334
Voting through polling paper (in person or by proxy)	1	1	0.000
Total	26	5182629	0.334

(iii) Votes 'ABSTAIN':

Mode of voting	Total number of members whose votes were declared 'Abstain'	Total number of votes cast by them were declared 'Abstain'
Remote e-voting	18	11112915
Voting through polling paper (in person or by proxy)	Nil	Nil
Total	18	11112915





Item No -10- Special Resolution

Re-appointment of Mrs. Falguni Sanjay Nayar (DIN: 00003633) as an Independent Director of the Company for a second term of 5 (five) consecutive years w.e.f. July 28, 2019

(i) Voted 'FOR' the resolution :

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-voting	750	1547285382	99.930
Voting through polling paper (in person or by proxy)	125	36795	0.002
Total	875	1547322177	99.932

(ii) Voted 'AGAINST' the resolution :

Mode of Voting	Number of members voted	Number of votes cast 'Against' the resolution	% of total number of valid votes cast
Remote e-voting	26	1049481	0.068
Voting through polling paper (in person or by proxy)	1	1	0.000
Total	27	1049482	0.068

(iii) Votes 'ABSTAIN':

Mode of voting	Total number of members whose votes were declared 'Abstain'	Total number of votes cast by them were declared 'Abstain'
Remote e-voting	19	12931142
Voting through polling paper (in person or by proxy)	Nil	Nil
Total	19	12931142





Item No -11- Special Resolution

Re-appointment of Mr. P N Vijay (DIN: 00049992), as an Independent Director of the Company for a second term of 5 (five) consecutive years w.e.f. July 22, 2019

(i) Voted 'FOR' the resolution :

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-voting	685	1468324314	96.576
Voting through polling paper (in person or by proxy)	125	36795	0.002
Total	810	1468361109	96.578

(ii) Voted 'AGAINST' the resolution :

Mode of Voting	Number of members voted	Number of votes cast 'Against' the resolution	% of total number of valid votes cast
Remote e-voting	88	52035568	3.422
Voting through polling paper (in person or by proxy)	1	1	0.000
Total	89	52035569	3.422

(iii) Votes 'ABSTAIN':

Mode of voting	Total number of members whose votes were declared 'Abstain'	Total number of votes cast by them were declared 'Abstain'
Remote e-voting	22	40906123
Voting through polling paper (in person or by proxy)	Nil	Nil
Total	22	40906123





Item No -12- Special Resolution

Re-appointment of Dr. S Narayan (DIN: 00094081), aged 76 years, as an Independent Director of the Company for a second term of 5 (five) consecutive years w.e.f. July 22, 2019, including his appointment for being more than 75 years of age.

(i) Voted 'FOR' the resolution :

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-voting	674	1467752695	96.538
Voting through polling paper (in person or by proxy)	125	36795	0.002
Total	799	1467789490	96.540

(ii) Voted 'AGAINST' the resolution :

Mode of Voting	Number of members voted	Number of votes cast 'Against' the resolution	% of total number of valid votes cast
Remote e-voting	99	52607196	3.460
Voting through polling paper (in person or by proxy)	1	1	0.000
Total	100	52607197	3.460

(iii) Votes 'ABSTAIN':

Mode of voting	Total number of members whose votes were declared 'Abstain'	Total number of votes cast by them were declared 'Abstain'
Remote e-voting	22	40906115
Voting through polling paper (in person or by proxy)	Nil	Nil
Total	22	40906115





Item No -13- Special Resolution

Re-appointment of Mr. R C Bhargava (DIN: 00007620), aged 84 years, as an Independent Director of the Company for a second term of 5 (five) consecutive years w.e.f. July 22, 2019, including his appointment for being more than 75 years of age.

(i) Voted 'FOR' the resolution :

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-voting	661	1462705087	96.206
Voting through polling paper (in person or by proxy)	124	36675	0.002
Total	785	1462741762	96.208

(ii) Voted 'AGAINST' the resolution :

Mode of Voting	Number of members voted	Number of votes cast 'Against' resolution	% of total number of valid votes cast
Remote e-voting	113	57654805	3.792
Voting through polling paper (in person or by proxy)	2	121	0.000
Total	115	57654926	3.792

(iii) Votes 'ABSTAIN':

Mode of voting	Total number of members whose votes were declared 'Abstain'	Total number of votes cast by them were declared 'Abstain'
Remote e-voting	21	40906113
Voting through polling paper (in person or by proxy)	Nil	Nil
Total	21	40906113





Item No -14- Special Resolution

Re-appointment of Dr. Ajay Dua (DIN: 02318948) aged 72 years, as an Independent Director of the Company for a second term of 5 (five) consecutive years w.e.f. July 22, 2019, including his continuation in office upon attaining the age of 75 years in July, 2022.

(i) Voted 'FOR' the resolution :

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-voting	715	1498006249	98.528
Voting through polling paper (in person or by proxy)	125	36795	0.002
Total	840	1498043044	98.530

(ii) Voted 'AGAINST' the resolution :

Mode of Voting	Number of members voted	Number of votes cast 'Against' the resolution	% of total number of valid votes cast
Remote e-voting	59	22353643	1.470
Voting through polling paper (in person or by proxy)	1	1	0.000
Total	60	22353644	1.470

(iii) Votes 'ABSTAIN':

Mode of voting	Total number of members whose votes were declared 'Abstain'	Total number of votes cast by them were declared 'Abstain'
Remote e-voting	21	40906113
Voting through polling paper (in person or by proxy)	Nil	Nil
Total	21	40906113





Item No -15- Special Resolution

Re-appointment of Mr. Sanjay Kumar Bhattacharyya (DIN: 01924770), as an Independent Director of the Company for a second term of 5 (five) consecutive years w.e.f. July 22, 2019

(i) Voted 'FOR' the resolution :

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-voting	756	1547018924	99.913
Voting through polling paper (in person or by proxy)	125	36795	0.002
Total	881	1547055719	99.915

(ii) Voted 'AGAINST' the resolution :

Mode of Voting	Number of members voted	Number of votes cast 'Against' the resolution	% of total number of valid votes cast
Remote e-voting	19	1315938	0.085
Voting through polling paper (in person or by proxy)	1	1	0.000
Total	20	1315939	0.085

(iii) Votes 'ABSTAIN':

Mode of voting	Total number of members whose votes were declared 'Abstain'	Total number of votes cast by them were declared 'Abstain'
Remote e-voting	20	12931144
Voting through polling paper (in person or by proxy)	Nil	Nil
Total	20	12931144





Item No -16- Ordinary Resolution

Approval of the payment of Remuneration including profit related commission, by whatever name called, to Non-executive Independent Directors for a period of 5 years, commencing from April 1, 2019 upto one percent of the Net Profits of the Company in any Financial Year in terms of Section 197 of the Act

(i) Voted 'FOR' the resolution :

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-voting	735	1547109678	99.919
Voting through polling paper (in person or by proxy)	122	36573	0.002
Total	857	1547146251	99.921

(ii) Voted 'AGAINST' the resolution :

Mode of Voting	Number of members voted	Number of votes cast 'Against' resolution	% of total number of valid votes cast
Remote e-voting	39	1225165	0.079
Voting through polling paper (in person or by proxy)	4	223	0.000
Total	43	1225388	0.079

(iii) Votes 'ABSTAIN':

Mode of voting	Total number of members whose votes were declared 'Abstain'	Total number of votes cast by them were declared 'Abstain'
Remote e-voting	21	12931162
Voting through polling paper (in person or by proxy)	Nil	Nil
Total	21	12931162





10. The Register, all other papers and relevant records relating to remote e-voting and voting by polling paper at the 44th AGM shall remain in my safe custody until the chairman considers. approves and signs the minutes of the aforesaid AGM and thereafter the same will be handed over to the Company Secretary for safe keeping.
11. I would like to inform you that the Resolution(s) as contained in the Notice dated 19th July, 2019 have been passed with requisite majority i.e. **Resolution No. 1, 2, 3, 4, 5, 6, 7, 8, 9 and 16 as Ordinary Resolutions and Resolution No. 10, 11, 12, 13, 14 and 15 as Special Resolutions.** You may accordingly declare the result of the voting through Remote E-voting and Polling papers at AGM.

Thanking you
Yours faithfully,



CS Navneet Arora

FCS: 3214, COP-3005

Scrutinizer

Managing Partner: Navneet K Arora & Co LLP
Company Secretaries

Place: New Delhi

Date: 30th August 2019

A + B - C