

May 3, 2024

The Secretary,
Listing Department,
BSE Limited,
1st Floor, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400001
Scrip Code: 531642

The Manager,
Listing Department,
National Stock Exchange of India Limited,
'Exchange Plaza', C-1 Block G,
Bandra Kurla Complex, Bandra (East),
Mumbai – 400051
Scrip Symbol: MARICO

Sub: Minutes of the Resolution passed by way of Postal Ballot through remote e-voting process

Dear Sir/Madam,

Please find enclosed the minutes of resolution passed by way of Postal Ballot through remote e-voting process on April 7, 2024. The results of the Postal Ballot were announced vide our earlier letter dated April 8, 2024.

This intimation will also be made available on the Company's website under the following link:

<https://marico.com/india/investors/documentation/agm>.

Kindly take the same on record.

Thank you.

Yours faithfully,
For **Marico Limited**

Vinay M A
Company Secretary & Compliance Officer

Encl: As above

MINUTES OF THE RESOLUTION PASSED BY WAY OF POSTAL BALLOT BY REMOTE E-VOTING PROCESS BY MEMBERS OF MARICO LIMITED ON APRIL 7, 2024, RESULTS OF WHICH WERE DECLARED ON APRIL 8, 2024.

The Board of Directors of the Company (“Board”) at its meeting held on February 27, 2024, approved the proposal to conduct a postal ballot (“Postal Ballot”) by remote e-voting process (“Remote E-voting”) pursuant to Section 110 of the Companies Act, 2013 (“Act”), Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 read with the General Circular No. 14/2020 dated April 8, 2020, No. 17/2020 dated April 13, 2020, No. 9/2023 dated September 25, 2023 and other related circulars, issued by the Ministry of Corporate Affairs (collectively referred to as “MCA Circulars”) to seek approval of the Members on an ordinary resolution relating to appointment of Mr. Nikhil Khattau (DIN: 00017880) as a Non-Independent Non-Executive Director of the Company w.e.f. April 1, 2024.

The following actions were conducted pursuant to the approval of the Board and in compliance with the provisions of the Act and MCA Circulars:

- i. Mr. Makarand M. Joshi and in his absence Mrs. Kumudini Bhalerao, Partners of M/s. Makarand M. Joshi & Co., Practising Company Secretaries, Mumbai, were appointed as the Scrutinizer for conducting the Postal Ballot only through Remote E-voting in a fair and transparent manner;
- ii. The Company availed the services of Central Depositories Services (India) Limited (“CDSL”) for providing Remote E-voting facility to the Members;
- iii. A newspaper advertisement as required under the Act and the MCA Circulars were published on March 8, 2024 in English and Marathi editions of Business Standard and Navshakti, respectively;
- iv. The Remote E-voting period commenced at 9:00 a.m. (IST) on Saturday, March 9, 2024 and ended at 5:00 p.m. (IST) on Sunday, April 7, 2024.

1. Summary of the Scrutinizer’s report:

Mr. Harsh Mariwala, Chairman of the Board, duly authorized Mr. Vinay M A, Company Secretary & Compliance Officer, to receive and countersign the Scrutinizer’s Report (“Report”) and further declare the voting results of the Postal Ballot on behalf of the Company.

Based on analysis of the votes received, the Scrutinizer submitted his Report dated April 8, 2024. Based on the Report, the ordinary resolution as set out in the Notice of the Postal Ballot dated February 27, 2024 (“Postal Ballot Notice”) was passed with requisite majority. A summary of the Report is as under:

- i. Pursuant to the MCA Circulars, the Postal Ballot Notice along explanatory statement was sent on March 7, 2024 to those Members whose name(s) appeared on the Register of Members/list of Beneficial Owners as on the Cut-off Date i.e. Friday, March 1, 2024.
- ii. The Members were required to communicate their assent or dissent only through Remote E-Voting system in terms of the MCA Circulars.
- iii. The Remote E-Voting period commenced on Saturday, March 9, 2024 at 9:00 A.M. (IST) and ended on Sunday, April 7, 2024 at 5:00 P.M. (IST) for voting through e-voting.
- iv. The Remote E-Voting was blocked at 5:00 P.M. (IST) on Sunday, April 7, 2024 and the e-voting summary statement was downloaded from e-voting website of CDSL.
- v. The Members holding shares as on the Cut-off Date i.e. Friday, March 1, 2024 were only entitled to vote on the resolution.

- vi. The register in accordance with the Act was maintained electronically to record the assent or dissent received. There were no shares with differential voting rights in the Company and hence, maintaining the list of shares with differential voting rights was not required.
- vii. Voting rights on the shares transferred to 'Unclaimed Suspense Account' and those shares transferred to the 'Investor Education and Protection Fund' were frozen. The votes cast did not include any invalid votes and abstained votes.

2. Postal Ballot results as per the Report:

Item No. 1: Ordinary Resolution - Appointment of Mr. Nikhil Khattau (DIN: 00017880) as a Non-Independent Non-Executive Director of the Company

“RESOLVED THAT pursuant to the provisions of Sections 152, 161 and all other applicable provisions, if any, of the Companies Act, 2013 (“Act”) and the rules framed thereunder, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the recommendation of the Nomination and Remuneration Committee and the Board of Directors, and in respect of whom the Company has received a notice from a Member proposing his candidature for the office of Director under Section 160 of the Act, Mr. Nikhil Khattau (DIN: 00017880) be and is hereby appointed as a Non-Independent Non-Executive Director of the Company with effect from April 1, 2024, liable to retire by rotation, upon such remuneration as detailed in the explanatory statement hereto and as may be determined by the Board of Directors of the Company from time to time within the overall limits of remuneration under the Act.”

The result of Remote E-Voting was as under:

No. of votes polled (A)	% of votes polled on outstanding shares	No. of votes - in favour (B)	% of votes in favour on votes polled (% of B/A)	No. of votes - Against (C)	% of votes against on votes polled (% of C/A)
1,17,69,47,960	90.9570	1,16,41,54,539	98.9130	1,27,93,421	1.0870

3. Passing of resolutions:

The Chairman noted the result of Remote E-Voting as stated above and it was declared and recorded that the ordinary resolution as set out in the Postal Ballot Notice dated February 27, 2024 was duly passed by the Members on April 7, 2024 with requisite majority.

Entered on: April 27, 2024

Place: Mumbai
Date: April 27, 2024

Chairman