

Godrej Industries Limited
Regd. Office: Godrej One,
Pirojshanagar,
Eastern Express Highway,
Vikhroli (E), Mumbai 400079, India.
Tel.: 91-22-2518 8010/8020/8030
Fax: 91-22-2518 8068/8063/8074
Website: www.godrejindustries.com

CIN: L24241MH1988PLC097781

Dated: August 12, 2022

To,
BSE Limited
P. J. Towers, Dalal Street, Fort
Mumbai – 400 001

Ref.: BSE Scrip Code No. "500164"

To,
National Stock Exchange of India Limited
Exchange Plaza, Bandra - Kurla Complex,
Bandra (East), Mumbai-400 051

Ref.: "GODREJIND"

Debt Segment NSE:

NCD- GIL23 - ISIN: INE233A08022
NCD- GIL24 - ISIN: INE233A08030
NCD- GIL25- ISIN: INE233A08048
NCD-GIL28-ISIN: INE233A08055

Sub.: Scrutinizer's Report and Voting Results of the 34th (Thirty Fourth) Annual General Meeting (AGM) held on August 12, 2022

Dear Sir,

Further to our letter dated August 12, 2022, in respect of the proceedings of the 34th (Thirty Fourth) Annual General Meeting ("AGM") of Godrej Industries Limited ("the Company") held on Friday, August 12, 2022 at 3:00 p.m. (IST) through video conferencing, please find enclosed herewith the following:

- (a) Report of Scrutinizer dated August 12, 2022 pursuant to Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014; and
- (b) Results of Voting pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

It may also please be noted that as per the Report of the Scrutinizer dated August 12, 2022, issued by Mr. Kalidas Vanjpe, Practicing Company Secretary, all the 5 (Five) Resolutions as per Notice of AGM dated May 27, 2022, stand passed with requisite majority.



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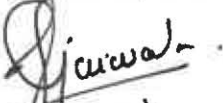
CIN: L24241MH1988PLC097781

We request you to take the above on your records.

Thanking you,

Yours sincerely,

For Godrej Industries Limited



Tejal Jariwala

Company Secretary & Compliance Officer
(FCS 9871)



Encl.: A/a





KALIDAS VANJPE
B. Com (Hons), LL.B (G), F.C.S
Practising Company Secretary
Corporate Legal Consultant

307, Dev Milan, Near Tip Top Plaza, L B S Marg, Thane-400 604
Cell: 99202 71677 * e-mail: kalidasvanjpe@gmail.com * www.kalidasvanjpe.com

August 12, 2022

Mr. Nadir Godrej
Chairman and Managing Director
Godrej Industries Limited
Godrej One, Pirojshanagar, Eastern Express Highway
Vikhroli, Mumbai - 400 079, Maharashtra.

Dear Sir,

Sub: Consolidated Report on Voting done by the Equity Shareholders at the 34th (Thirty Fourth) Annual General Meeting (“AGM”) of Godrej Industries Limited (“the Company”) held on August 12, 2022 through Video Conferencing.

Godrej Industries Limited (“the Company”) had appointed me, Kalidas Vanjpe, as the Scrutinizer for the purpose of remote e-voting and e-voting during the AGM of the Company on the resolutions as mentioned in the Annexure, held on Friday, August 12, 2022 at 3:00 p.m. (IST) through video conferencing. I submit my report as under:

1. The Company had on July 15, 2022, completed the dispatch of the Notices of the 34th (Thirty Fourth) AGM along with the Annual Report for the Financial Year 2021-22 as required as per the provisions of the Companies Act, 2013 and applicable SEBI Regulations to all its Shareholders whose name(s) appeared on the Register of Members / List of Beneficial Owners as on July 8, 2022.
2. The Company had provided e-voting facility and video-conferencing facility to its Shareholders and had engaged the services of Central Depository Services (India) Limited for this purpose.
3. The remote e-voting had commenced on Monday, August 8, 2022 at 9:00 a.m. (IST) and ended on Thursday, August 11, 2022 at 5:00 p.m. (IST). The e-voting during AGM was also made available during the AGM and ended after 15 (fifteen) minutes of conclusion of the AGM. After the closure of e-voting the data of remote e-voting and e-voting was downloaded.
4. Since the meeting was held through video conferencing, no poll papers were cast.
5. The consolidated results of the remote e-voting and e-voting during the AGM is given in the annexure.
6. Since the votes cast FOR the Resolutions exceed number of votes cast AGAINST the Resolutions by requisite majority as per attached Annexure, all the Resolutions are considered to be duly passed.
7. A soft copy containing a list of equity shareholders who voted “FOR” and “AGAINST” for each resolution is sent separately.
8. The relevant records were handed over to the Company Secretary for safe keeping.



KALIDAS VANJPE
B. Com (Hons), LL.B (G), F.C.S
Practising Company Secretary
Corporate Legal Consultant

307, Dev Milan, Near Tip Top Plaza, L B S Marg, Thane-400 604
Cell: 99202 71677 * e-mail: kalidasvanjpe@gmail.com * www.kalidasvanjpe.com

9. You are requested to declare the Voting Result as per attached Annexure to the Shareholders of the Company.

Thanking you,
Yours truly,

Kalidas Vanjpe
Practicing Company Secretary
FCS 7132 CP 3413
UDIN : F007132D000788077

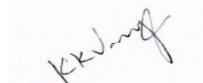
For Godrej Industries Limited

Nadir Godrej
Chairman and Managing Director

ANNEXURE

Voting results	
Record date	05-08-2022
Total number of shareholders on record date	99179
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	23
b) Public	47
No. of resolution passed in the meeting	5

For Godrej Industries Limited



Kalidas Vanjpe
Practicing Company Secretary (Scrutinizer)
Date: August 12, 2022



Nadir B. Godrej
Chairman & Managing Director

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Audited Financial Statements for the Financial Year ended March 31, 2022				
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	226126787	226126787	100.0000	226126787	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		226126787	226126787	100.0000	226126787	0	100.0000
Public- Institutions	E-Voting	40990456	27712459	67.6071	27712459	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		40990456	27712459	67.6071	27712459	0	100.0000
Public- Non Institutions	E-Voting	69521014	45232825	65.0635	45232297	528	99.9988	0.0012
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		69521014	45232825	65.0635	45232297	528	99.9988
Total		336638257	299072071	88.8408	299071543	528	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	

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



Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Ms. Tanya Dubash as a Director, liable to retire by rotation, who has offered herself for re-appointment				
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	226126787	226126787	100.0000	226126787	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		226126787	226126787	100.0000	226126787	0	100.0000
Public- Institutions	E-Voting	40990456	27727109	67.6428	27268846	458263	98.3472	1.6528
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		40990456	27727109	67.6428	27268846	458263	98.3472
Public- Non Institutions	E-Voting	69521014	45232825	65.0635	45231777	1048	99.9977	0.0023
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		69521014	45232825	65.0635	45231777	1048	99.9977
Total		336638257	299086721	88.8451	298627410	459311	99.8464	0.1536
Whether resolution is Pass or Not.							Yes	

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



Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval for appointment of M/s. Kalyaniwalla & Mistry LLP as the Statutory Auditors and to fix their remuneration				
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		226126787	100.0000	226126787	0	100.0000	0.0000
	Poll	226126787	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	226126787	226126787	100.0000	226126787	0	100.0000	0.0000
Public-Institutions	E-Voting		27727109	67.6428	27727109	0	100.0000	0.0000
	Poll	40990456	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	40990456	27727109	67.6428	27727109	0	100.0000	0.0000
Public- Non Institutions	E-Voting		45232750	65.0634	45230884	1866	99.9959	0.0041
	Poll	69521014	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	69521014	45232750	65.0634	45230884	1866	99.9959	0.0041
Total		336638257	299086646	88.8451	299084780	1866	99.9994	0.0006
Whether resolution is Pass or Not.							Yes	

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



Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval for re-appointment of and remuneration payable to Mr. Nadir Godrej as Chairman & Managing Director of the Company for a period of 3 (three) years				
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		226126787	100.0000	226126787	0	100.0000	0.0000
	Poll	226126787	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	226126787	226126787	100.0000	226126787	0	100.0000	0.0000
Public-Institutions	E-Voting		27727109	67.6428	24031135	3695974	86.6702	13.3298
	Poll	40990456	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	40990456	27727109	67.6428	24031135	3695974	86.6702	13.3298
Public- Non Institutions	E-Voting		45232825	65.0635	45231757	1068	99.9976	0.0024
	Poll	69521014	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	69521014	45232825	65.0635	45231757	1068	99.9976	0.0024
Total		336638257	299086721	88.8451	295389679	3697042	98.7639	1.2361
Whether resolution is Pass or Not.							Yes	



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

Resolution (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of remuneration of M/s. R. Nanabhoy and Co., Cost Accountants appointed as the "Cost Auditors" 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	226126787	226126787	100.0000	226126787	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		226126787	226126787	100.0000	226126787	0	100.0000
Public-Institutions	E-Voting	40990456	27727109	67.6428	27727109	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		40990456	27727109	67.6428	27727109	0	100.0000
Public- Non Institutions	E-Voting	69521014	45232825	65.0635	45231029	1796	99.9960	0.0040
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		69521014	45232825	65.0635	45231029	1796	99.9960
Total		336638257	299086721	88.8451	299084925	1796	99.9994	0.0006
Whether resolution is Pass or Not.							Yes	



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