



28th August, 2024

The Manager - Listing
The National Stock Exchange of India Ltd.
Exchange Plaza, Plot No. C/1, G. Block
Bandra Kurla Complex, Bandra (E)
Mumbai – 400 051
Scrip Code: EMAMILTD

The Manager - Listing
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001
Scrip Code: 531162

Sub: e-Voting Results and Scrutinizer's Report – 41st Annual General Meeting

Dear Sir/ Madam,

This is to inform you that the 41st Annual General Meeting (“AGM”) of the Company was held on Tuesday, August 27, 2024 at 11: 30 A. M. IST, through Video Conferencing/ Other Audio Visual Means (VC/ OAVM) and the business stated in the Notice of the AGM dated May 29, 2024 were transacted.

Mr. Raj Kumar Banthia, Partner of M/s. MKB & Associates, Practising Company Secretaries, Kolkata was appointed to scrutinize the e-voting process in a fair and transparent manner.

In compliance with the Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the voting results in the prescribed format along with the Scrutinizer's Report pursuant to Section 108 of The Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

All the resolutions set out in the Notice have been duly passed by the members with requisite majority. The same will also be available on the company's website at www.emamilttd.in.

This is for your information and record.

Thanking You,

Yours Sincerely,

For Emami Limited

Sandeep Kumar Sultania
Company Secretary, Compliance Officer & VP- Sales Commercial
Membership No: A13546

(Encl.: As above)



CONSOLIDATED SCRUTINIZER'S REPORT

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

To,

The Chairman of the 41st (Forty First) Annual General Meeting (AGM) of Members of Emami Limited (CIN: L63993WB1983PLC036030), held on Tuesday, 27th day of August, 2024 at 11:30 A.M. (IST) through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM").

Dear Sir,

I, Raj Kumar Banthia, Partner of MKB & Associates, Practicing Company Secretaries, appointed by the Board of Directors of **Emami Limited** ("the Company") for the purpose of scrutinizing the process of voting through Remote-Voting and electronic voting at the Annual General Meeting, pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 and 21 of the Companies (Management & Administration) Rules, 2014 as amended, Regulation 44 of SEBI (LODR) Regulations, 2015 read with General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021, 2/2022, 10/2022 and 09/2023 dated 8th April, 2020, 13th April, 2020, 5th May, 2020 and 13th January, 2021, 8th December, 2021, 14th December, 2021, 5th May, 2022, 28th December, 2022 and 25th September, 2023 respectively issued by the Ministry of Corporate Affairs (collectively referred to as the "MCA Circulars") and SEBI Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79, SEBI/HO/CFD/CMD2/CIR/P/2021/11 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 12th May, 2020, 15th January, 2021 and 5th January, 2023 and Secretarial Standards on General Meetings, in respect of the below mentioned resolutions proposed at the 41st Annual General Meeting of the Company held on Tuesday, 27th day of August, 2024 at 11:30 A.M. through Video





Conferencing ("VC")/ Other Audio Visual Means ("OAVM"), do hereby submit my report as follows:

- (a) The Notice dated 29th May, 2024 convening the 41st Annual General Meeting of the Company along with the Statement under Section 102 of the Act setting out all material facts in respect of Resolutions mentioned therein, was sent electronically on 2nd August, 2024, to the members of the Company whose email addresses were registered with the Company/ Depositories/ RTA. The Company has also issued Corrigendum notice dated 13th August, 2024 and the same was sent to the shareholders electronically.
- (b) Since this AGM was held pursuant to the aforesaid MCA Circulars through VC or OAVM, physical attendance of the members has been dispensed with. Accordingly, in terms of above-mentioned MCA and SEBI circulars, the facility for appointment of proxies by the members were also dispensed with.
- (c) The Company provided remote e-voting facility offered by Central Depository Services (India) Limited (CDSL) to its shareholders. At the Annual General Meeting, the Company provided electronic voting facility offered by CDSL to the shareholders who did not cast their vote through remote e-voting.
- (d) The members holding shares either in physical or dematerialized form, as on the "Cut Off" date i.e. Tuesday, 20th August, 2024 were entitled to vote on the proposed resolutions.
- (e) In terms of the aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the voting period for remote e-voting commenced on Friday, 23rd August, 2024 at 9:00 AM (IST) and ended on Monday, 26th August, 2024 at 5:00 PM (IST).





- (f) The members present at the meeting exercised their voting rights electronically through facility offered by Central Depository Services (India) Limited (CDSL).
- (g) After conclusion of voting at the 41st Annual General Meeting, the votes cast electronically at the meeting were counted first, and thereafter, the votes cast through remote e-voting were unblocked in presence of Ms. Dimple Sonthalia and Ms. Roshani Agarwal, who acted as witnesses in accordance with Rule 20 the Companies (Management & Administration) Rules, 2014 as amended.
- (h) Thereafter, the details containing, inter alia, list of the members, who voted "For" or "Against" on each of the resolutions that were put to vote through remote e-voting and electronic voting during the AGM were derived from the report generated from the e-voting website of CDSL, www.evotingindia.com.
- (i) A total of 724 Members have cast their vote, out of which 714 Members have cast their votes through remote e-voting and 10 Members have cast their votes electronically during the AGM and all such votes are valid.

I now submit my consolidated report as under on the result of the remote e-voting and poll conducted at the meeting.

	Number of votes (shares) cast through Remote E- voting. (1)	Number of Votes (shares) cast through e-voting during the meeting (2)	Total (1)+(2)=(3)	% of total number of valid votes cast
ORDINARY BUSINESS				
Item No. 1 as an Ordinary Resolution: To receive, consider and adopt the Standalone Audited Financial Statements of the Company for the financial year ended on March 31, 2024 together with the Reports of the Board of Directors and Auditors thereon.				
(1) Voted in	38,92,17,604	1,42,245	38,93,59,849	99.8927





favour of the resolution				
(2) Voted against the resolution	4,18,361	--	4,18,361	0.1073
Total	38,96,35,965	1,42,245	38,97,78,210	100
(3) Invalid votes:	--	--	--	--
Item No. 2 as an Ordinary Resolution: To receive, consider and adopt the Consolidated Audited Financial Statements of the Company for the financial year ended March 31, 2024.				
(1) Voted in favour of the resolution	30,13,49,271	1,42,245	30,14,91,516	77.3612
(2) Voted against the resolution	8,82,27,591	--	8,82,27,591	22.6388
Total	38,95,76,862	1,42,245	38,97,19,107	100
(3) Invalid votes	--	--	--	--
Item No. 3 as an Ordinary Resolution: To confirm the payment of two Interim Dividends aggregating to Rs. 8/- per equity share declared for the financial year 2023-24.				
(1) Voted in favour of the resolution	38,99,25,120	1,42,245	39,00,67,365	99.9974
(2) Voted against the resolution	10,152	--	10,152	0.0026
Total	38,99,35,272	1,42,245	39,00,77,517	100
(3) Invalid votes	--	--	--	--





Item No. 4 as an Ordinary Resolution: To re-appoint Shri Radhe Shyam Goenka (DIN: 00152880) who retires by rotation and being eligible, offers himself for re-appointment as a Director.

(1) Voted in favour of the resolution	32,11,44,922	77,245	32,12,22,167	82.3689
(2) Voted against the resolution	6,86,92,898	65,000	6,87,57,898	17.6311
Total	38,98,37,820	1,42,245	38,99,80,065	100
(3) Invalid votes	--	--	--	--

Item No. 5 as an Ordinary Resolution: To re-appoint Smt. Priti A. Sureka (DIN: 00319256) who retires by rotation and being eligible, offers herself for re-appointment as a Director.

(1) Voted in favour of the resolution	38,04,70,745	1,42,245	38,06,12,990	97.5981
(2) Voted against the resolution	93,67,075	--	93,67,075	2.4019
Total	38,98,37,820	1,42,245	38,99,80,065	100
(3) Invalid votes:	--	--	--	--

Item No.6 as an Ordinary Resolution: To re-appoint Shri Prashant Goenka (DIN: 00703389) who retires by rotation and being eligible, offers himself for re-appointment as a Director.

(1) Voted in favour of the resolution	37,86,87,902	1,42,245	37,88,30,147	97.1409
(2) Voted	1,11,49,918	--	1,11,49,918	2.8591





against the resolution				
Total	38,98,37,820	1,42,245	38,99,80,065	100
(3) Invalid votes:	--	--	--	--

SPECIAL BUSINESS

Item No. 7 as an Ordinary Resolution: To ratify the remuneration payable to M/s. V. K. Jain & Co, Cost Accountants (Firm Registration No: 00049) for the financial year 2024-2025.

(1) Voted in favour of the resolution	38,98,95,827	1,42,245	39,00,38,072	99.9997
(2) Voted against the resolution	1,094	--	1,094	0.0003
Total	38,98,96,921	1,42,245	39,00,39,166	100
(3) Invalid votes:	--	--	--	--

Item No. 8 as an Ordinary Resolution: To re-appoint Smt. Priti A. Sureka (DIN: 00319256) as "Whole time Director" of the company for a further period of 5 (five) years with effect from 30th January, 2025.

(1) Voted in favour of the resolution	38,11,44,081	1,42,245	38,12,86,326	97.7707%
(2) Voted against the resolution	86,93,745	--	86,93,745	2.2293%
Total	38,98,37,826	1,42,245	38,99,80,071	100
(3) Invalid votes:	--	--	--	--





Based on the aforesaid results, the resolution no.(s) 1 to 8 as contained in the Notice have been passed with the requisite majority.

The remote e- voting register and other related papers/ registers and records is under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely after the minutes of the Meeting are signed.

For MKB & Associates
Company Secretaries
Firm Reg No: P2010WB042700

Raj Kumar Banthia
Partner

Membership no. 17190

COP no. 18428

Peer Review Certificate No.:1663/2022

Date: 28.08.2024

Place: Kolkata

UDIN: A017190F001060012