



August 3, 2024

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

The National Stock Exchange
of India Ltd
Exchange Plaza, C-1,
Block – G,
Bandra Kurla Complex
Bandra (East)
Mumbai - 400 051

The Calcutta Stock Exchange
Limited
7, Lyons Range
Kolkata - 700001

**Subject: PROCEEDINGS OF THE ANNUAL GENERAL MEETING HELD ON
AUGUST 3, 2024 AND SCRUTINISER'S REPORT**

Dear Sirs,

In accordance with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), we write to inform you that the 89th Annual General Meeting (AGM) of the Members of the Company was held on August 3, 2024 at 4.30 PM through Video Conferencing (VC)/Other Audio-Visual Means, (OAVM).

In terms of the Notice of the said AGM, setting out the business to be transacted thereat, all the Resolutions from Item No. 1 to 7 of the Notice of the AGM, have been duly passed and approved by the Members as follows:

Item No.	Resolution	Ordinary/ Special	Result
1.	Adoption of the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024, and the Reports of the Directors and Auditors and thereon; and the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024 and the Report of the Auditors thereon.	Ordinary	Passed by requisite majority
2.	Declare a dividend of Rs. 1/- (20%) per fully paid up equity share of face value of Rs. 5/- each, for the financial year ended March 31, 2024.	Ordinary	Passed by requisite majority
3.	Appointment of a Director in place of Mr. Utsav Parekh (DIN: 00027642) who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	Passed by requisite majority
4.	Appointment of a Director in place of Mr. Mohit Burman (DIN: 00021963) who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	Passed by requisite majority
5.	Appointment of M/s Singhi and Co., Chartered Accountants (Firm Registration No. 302049E) as Auditors of the Company for a second term of 5 consecutive years from the conclusion of this 89th AGM till the conclusion of the 94th AGM of the Company, at such remuneration plus out-of-pocket expenses and applicable taxes, as may be fixed by the Board of Directors of the Company	Ordinary	Passed by requisite majority

**Eveready Industries India Ltd.**

REGD. OFFICE : 2, Rainey Park, Kolkata - 700019

CIN: L31402WB1934PLC007993

6	Annual approval of the members for payment of remuneration to Mr. Arjun Lamba (DIN: 00124804), Non-Executive Director of the Company, exceeding fifty percent of the total annual remuneration payable to all the Non-Executive Directors of the Company, for the financial year ending March 31, 2025.	Special	Passed by requisite majority
7	Ratification of Remuneration of the Cost Auditor.	Ordinary	Passed by requisite majority

The voting on all the above Resolutions was conducted by way of voting through electronic means from a place other than the venue of the Meeting (remote e-Voting) and also by way of e-Voting system provided during the AGM to enable the Members attending the AGM through VC/OAVM, who had not already cast their vote by remote e-voting, to exercise their voting right during the AGM.

We enclose herewith the Scrutinizer's Report for the remote e-Voting and e-Voting during the AGM, exercised by the Members in respect of the business transacted at the 89th AGM of the Members of the Company.

Kindly take the above on record.

Very truly yours,
EVEREADY INDUSTRIES INDIA LTD.

(T. PUNWANI)
VICE PRESIDENT – LEGAL
& COMPANY SECRETARY

Encl. : As Above.

**CONSOLIDATED SCRUTINIZER'S REPORT**

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

**The Chairman
of the 89th Annual General Meeting of
Eveready Industries India Limited
2, Rainey Park
Kolkata - 700 019**

Dear Sir,

I, Atul Kumar Labh, Practising Company Secretary (FCS – 4848 / CP - 3238) and proprietor of M/s. A. K. Labh & Co., Company Secretaries, Kolkata was appointed as the scrutinizer in connection with the 89th Annual General Meeting ("AGM") of the members of "**Eveready Industries India Limited**" ("**Company**") held on Saturday, the 3rd day of August, 2024 at 04:30 P.M. IST through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in terms of MCA Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 20/2020 dated 5th May, 2020, 02/2021 dated 13th January, 2021, 19/2021 dated 8th December, 2021, 21/2021 dated 14th December, 2021, 02/2022 dated 5th May, 2022, 10/2022 dated 28th December, 2022 and 09/2023 dated 25th September, 2023 (collectively referred as "MCA Circulars") for the purpose of scrutinizing the electronic voting ("e-voting") process through remote e-voting and e-voting at the AGM in a fair and transparent manner and ascertaining the requisite majority for the said voting as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions referred to in this report.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, MCA Circulars and the Rules relating to remote e-voting and e-voting at the AGM on the resolutions contained in the Notice of the AGM dated the 26th day of April, 2024. My responsibility as a scrutinizer for remote e-voting and e-voting at the AGM is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the e-voting system of National Securities Depository Limited ("NSDL"), the agency engaged by the Company to provide the facilities for both remote e-voting and e-voting at the AGM.



I submit my report as under:

1. The remote e-voting period remained open from 10:00 A.M. IST on Wednesday, the 31st day of July, 2024 up to 5:00 P.M. IST on Friday, the 2nd day of August, 2024.
2. The shareholders holding shares as on the "cut off" date, i.e. the 27th day of July, 2024 were entitled to vote on the proposed 7 (Seven) resolutions as mentioned in the Notice of the AGM dated the 26th day of April, 2024.
3. The Company had also provided e-voting facility at the AGM to enable the shareholders attending the AGM through VC / OAVM to cast the votes in case the same had not been cast by them through remote e-voting.
4. The votes were unblocked on Saturday, the 3rd day of August, 2024 around 06:10 P.M. IST after the completion of the AGM in the presence of two witnesses, namely Mr. Rohit Kumar, residing at Basundhara Apartment, Flat No. 6, 3rd Floor, 1 No. Airport, North 24 Parganas, Kolkata - 700079 and Mrs. Anushree Dasgupta, residing at 28/N, Dwijen Mukherjee Road, Behala, Kolkata - 700060, who are not in employment of the Company.
5. The e-voting data/results downloaded from the e-voting system of NSDL were scrutinized and reviewed, the votes were counted, and the results were prepared.
6. The combined result of the remote e-voting and e-voting at the AGM [EVEN : 129279] are as under:



<A> **ORDINARY BUSINESS:****a) Resolution 1**

To receive, consider and adopt : a) the audited standalone financial statements of the Company for the financial year ended March 31, 2024 and the Reports of the Directors and the Auditors thereon; and b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2024 and the Report of the Auditors thereon

(i) *Voted in favour of the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	239	47083601	
E-voting at AGM	3	11	
Total	242	47083612	99.9996%

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	6	165	
E-voting at AGM	0	0	
Total	6	165	0.0004%

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
4	1138229

**b) Resolution 2**

To declare a dividend of Re. 1/- (20%) per fully paid up equity share of face value of Rs. 5/- each, for the financial year ended March 31, 2024

(i) Voted in favour of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	239	47083463	
E-voting at AGM	3	11	
Total	242	47083474	99.9994%

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	6	303	
E-voting at AGM	0	0	
Total	6	303	0.0006%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
4	1138229



**c) Resolution 3**

To appoint a Director in place of Mr. Utsav Parekh (DIN: 00027642), who retires by rotation and being eligible, offers himself for re-appointment

(i) *Voted in favour of the Resolution:*

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	225	47058292	
E-voting at AGM	3	11	
Total	228	47058303	99.9460%

(ii) *Voted against the Resolution:*

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	19	25419	
E-voting at AGM	0	0	
Total	19	25419	0.0540%

(iii) *Invalid Votes:*

Total number of members whose votes were declared invalid	Total number of votes cast by them
4	1138229



**d) Resolution 4**

To appoint a Director in place of Mr. Mohit Burman (DIN: 00021963), who retires by rotation and being eligible, offers himself for re-appointment

(i) Voted *in favour* of the Resolution:

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	227	47058694	
E-voting at AGM	3	11	
Total	230	47058705	99.9469%

(ii) Voted *against* the Resolution:

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	17	25017	
E-voting at AGM	0	0	
Total	17	25017	0.0531%

(iii) *Invalid* Votes:

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
4	1138229

**e) Resolution 5 : Ordinary Resolution**

Appointment of M/s Singhi and Co., Chartered Accountants (Firm Registration No. 302049E) as Auditors of the Company for a second term of 5 consecutive years from the conclusion of this 89th AGM till the conclusion of the 94th AGM of the Company, at such remuneration plus out-of-pocket expenses and applicable taxes, as may be fixed by the Board of Directors of the Company

(i) Voted *in favour* of the Resolution:

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	236	47083402	
E-voting at AGM	3	11	
Total	239	47083413	99.9993%

(ii) Voted *against* the Resolution:

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	8	309	
E-voting at AGM	0	0	
Total	8	309	0.0007%

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
4	1138229

 **SPECIAL BUSINESS:****f) Resolution 6 : Special Resolution**

Annual approval of the members for payment of remuneration to Mr. Arjun Lamba (DIN: 00124804), Non-Executive Director of the Company, exceeding fifty percent of the total annual remuneration payable to all the Non-Executive Directors of the Company, for the financial year ending March 31, 2025

(i) Voted in favour of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	225	44725099	
E-voting at AGM	3	11	
Total	228	44725110	99.8722%

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	18	57228	
E-voting at AGM	0	0	
Total	18	57228	0.1278%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
4	1138229

**g) Resolution 7 : Ordinary Resolution*****Ratification of Remuneration to the Cost Auditor******(i) Voted in favour of the Resolution:***

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	235	47083417	
E-voting at AGM	3	11	
Total	238	47083428	99.9994%

(ii) Voted against the Resolution:

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	9	294	
E-voting at AGM	0	0	
Total	9	294	0.0006%

(iii) Invalid Votes:

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
4	1138229



A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practising Company Secretary



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

7. All the resolutions proposed hereinabove have been passed with requisite majority.
8. The electronic data and e-voting registers shall remain in my safe custody until the Chairman of the meeting considers, approves and signs the minutes in this regard and thereafter it will be handed over to the Company Secretary as authorised by the Board of Directors for safe keeping.

Thanking You,

Yours truly

For A. K. LABH & Co.

Company Secretaries



(CS A. K. LABH)

Practising Company Secretary

FCS : 4848 / CP No. : 3238

UIN : S1999WB026800

PRCN : 1038/2020

UDIN : F004848F000892647

Place : Kolkata

Dated : 03-08-2024

A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practising Company Secretary



A. K. LABH & Co.

Company Secretaries

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Witness:

1. *Rohit Kumar*
(Rohit Kumar)
27, Ital Gacha Road
Kolkata - 700079

2. *Anushree Dasgupta*
(Anushree Dasgupta)
28/N, Dwijen Mukherjee Road, Behala
Kolkata - 700060



Received the Report of the Scrutinizer
For Eveready Industries Limited

(Tehnaz Punwani)
Vice President - Legal &
Company Secretary
ACS-7054

