McLEOD RUSSEL
Believe in tea

22nd December 2021

The Secretary
BSE Ltd
P. J. Towers, 25th Floor
Dalal Street
MUMBAI – 400 001
Scrip Code: 532654

The Secretary
National Stock Exchange of India, Listing Dept.
Exchange Plaza, 5th Fl.
Plot No. C/1, G-Block
Bandra-Kurla Complex
Bandra(E)
MUMBAI – 400 051
Scrip Code: MCLEODRUSS

The Secretary
The Calcutta Stock – Exchange Limited
7, Lyons Range
KOLKATA – 700 001
Scrip Code: 10023930

Dear Sir,

Subject: 23rd Annual General Meeting of the Company held on 20th December, 2021

Kindly note that the 23rd (Twenty Third) Annual General Meeting (AGM) of the Company has been duly convened and held on Monday, 20th December, 2021 at 11.30 a.m. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in accordance with the guidelines stipulated by the Ministry of Corporate Affairs (MCA) and the Securities and Exchange Board of India (SEBI).

In this regard, please find enclosed the following:

1. Voting results in the prescribed format pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

2. Consolidated Scrutiniser's Report dated 21st December 2021 submitted by Mr. Atul Kumar Labh, Practising Company Secretary, Kolkata (FCS No.4848, CP No. 3238), Scrutiniser appointed to conduct the electronic voting process (Remote e-voting).

Pursuant to Section 108 of the Companies Act 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and Clause 8.6.2 of Secretarial Standard – 2 on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI),

McLEOD RUSSEL INDIA LIMITED KOLKATA

the Voting Result alongwith the Consolidated Scrutiniser's Report is available on the Company's website www.mcleodrussel.com and on the website of NSDL www.evoting.nsdl.com for information of all concerned. Further, the results are also placed on the notice board of the Company at is Registered Office.

The Meeting concluded at 12.41 PM (IST).

The same is for your information and records.

Thanking you,

Yours faithfully,
McLEOD RUSSEL INDIA LIMITED

Alok Samant

ALOK KUMAR SAMANT
COMPANY SECRETARY

McLEOD RUSSEL INDIA LIMITED ★ KOLKATA

Encl: as above

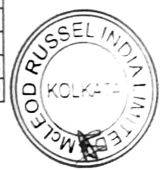
MCLEOD RUSSEL INDIA LIMITED

AGM Attended and Voting Summary

Date of the AGM	20-Dec-21
Total Number of Shareholders on Record Date	66407
No. of Shareholders Present in the Meeting Either in Person or Through Proxy :	
Promoter & Promoter Group	
Public	
Total	
No. of Shareholders Attended the Meeting Through Video Conferencing :	
Promoter & Promoter Group	14
Public	65
Total	**79**

1	**a. the audited Financial Statements of the Company for the financial year ended 31st March 2021, and the Reports of the Board of Directors and the Auditors thereon.** **b. the audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2021 and the Report of the Auditors thereon.**
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 & Promoter Group	Remote Evoting	6523450	6486862	99.4391	6486862	0	100.0000	0.0000
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		6486862	99.4391	6486862	0	100.0000	0.0000
Public-Institutional holders	Remote Evoting	2768948	652727	23.5731	0	652727		100.0000
	Evoting at AGM		0	0.0000	0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		652727	23.5731	0	652727	0.0000	100.0000
Public-Non Institution holders	Remote Evoting	95163337	25809794	27.3989	25762941	46853	99.8203	0.1797
	Evoting at AGM		3622	0.0038	3	3619	0.0828	99.9172
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		25813416	27.4027	25762944	50472	99.8065	0.1935
	Grand Total	**104455735**	**32953005**	**31.5473**	**32249806**	**703199**	**97.8661**	**2.1339**



2	To appoint a Director in place of Mr. Azam Monem (DIN: 00023799), who retires by rotation and being eligible, offers himself for re-appointment							
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 & Promoter Group	Remote Evoting	6523450	6486862	99.4391	6486862	0	100.0000	0.0000
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		6486862	99.4391	6486862	0	100.0000	0.0000
Public-Institutional holders	Remote Evoting	2768948	652727	23.5731	652727	0	100.0000	
	Evoting at AGM		0	0.0000	0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		652727	23.5731	652727	0	100.0000	0.0000
Public-Non Institution holders	Remote Evoting	95163337	25809294	27.3984	25718648	90646	99.6523	0.3477
	Evoting at AGM		3622	0.0038	2	3620	0.0552	99.9448
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		25812916	27.4022	25718650	94266	99.6385	0.3615
	Grand Total	**104455735**	**32952505**	**31.5469**	**32858239**	**94266**	**99.7139**	**0.2861**

3	Ratification of the remuneration payable to the Cost Auditors in respect of the financial year ending 31st March, 2022							
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 & Promoter Group	Remote Evoting	6523450	6486862	99.4391	6486862	0	100.0000	0.0000
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		6486862	99.4391	6486862	0	100.0000	0.0000
Public-Institutional holders	Remote Evoting	2768948	652727	23.5731	652727	0	100.0000	
	Evoting at AGM		0	0.0000	0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		652727	23.5731	652727	0	100.0000	0.0000
Public-Non Institution holders	Remote Evoting	95163337	25809994	27.3991	25681688	128306	99.5079	0.4921
	Evoting at AGM		3622	0.0038	3	3619	0.0828	99.9172
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		25813616	27.4029	25681691	131925	99.4941	0.5059
	Grand Total	**104455735**	**32953205**	**31.5475**	**32821280**	**131925**	**99.5997**	**0.4003**

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

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Website : www.aklabh.com

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 23rd Annual General Meeting of
Mcleod Russel India Limited
Four Mangoe Lane
Surendra Mohan Ghosh Sarani
Kolkata – 700 001

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 23rd Annual General Meeting ("AGM") of the members of **"Mcleod Russel India Limited "** ("Company") held on Monday, the 20th day of December, 2021 at 11:30 A.M. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in terms of MCA Circular No. 02/2021 dated 13th January, 2021 read with earlier MCA Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020 and 20/2020 dated 5th May, 2020 (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 12th day of November, 2021. 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.

ACCREDITED

A. K. LABH & CO. Kolkata Company Secretaries

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

I submit my report as under :

1. The remote e-voting period remained open from 09:00 A.M. IST on Thursday, the 16th day of December, 2021 up to 05:00 P.M. IST on Sunday, the 19th day of December, 2021.

2. The shareholders holding shares as on the "cut off" date, i.e. the 13th day of December, 2021 were entitled to vote on the proposed 3 (Three) resolutions as mentioned in the Notice of the AGM dated the 12th day of November, 2021.

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 Monday, the 20th day of December, 2021 around 01:00 P.M. IST after the completion of the AGM in the presence of two witnesses, namely, Mr. Narayan Chandra Saha, residing at 108, Sarat Chatterjee Road, Howrah – 711102 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 : 118853**] are as under:

A. K. LABH & CO. Kolkata Company Secretaries

ACCREDITED

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

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

<4> *ORDINARY BUSINESS:*

a) Resolution 1

To receive, consider and adopt a) the audited Financial Statements of the Company for the financial year ended 31st March 2021, and the Reports of the Board of Directors and the Auditors thereon; b) the audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2021 and the Report of the Auditors thereon.

*(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	267	32249803	
E-voting at AGM	2	3	
Total	**269**	**32249806**	**97.8661%**

*(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	31	699580	
E-voting at AGM	2	3619	
Total	**33**	**703199**	**2.1339%**

*(iii) **Invalid** Votes:*

Total number of members whose votes were declared invalid	*Total number of votes cast by them*
1	263900

IAS ACCREDITED

A. K. LABH & CO. Kolkata

MEMBER OF MULTILATERAL RECOGNITION ARRANGEMENT IAF

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

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Mobile : 98300-55654
e-mail : aklabh@aklabh.com / aklabhcs@gmail.com
Website : www.aklabh.com

b) Resolution 2

To appoint a Director in place of Mr. Azam Monem (DIN: 00023799) 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	256	32858237	
E-voting at AGM	1	2	
Total	**257**	**32858239**	**99.7139%**

*(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	41	90646	
E-voting at AGM	3	3620	
Total	**44**	**94266**	**0.2861%**

*(iii) **Invalid** Votes:*

Total number of members whose votes were declared invalid	*Total number of votes cast by them*
1	263900

A. K. LABH & CO. Kolkata Company Secretaries

ACCREDITED

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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Mobile : 98300-5[illegible]
e-mail : aklabh@aklabh.com / aklabhcs@gmail.com
Website : www.aklabh.com

<B> *SPECIAL BUSINESS:*

c) Resolution 3 : Ordinary Resolution

Ratification of the remuneration payable to the Cost Auditors in respect of the financial year ending 31st March, 2022

*(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	263	32821277	
E-voting at AGM	2	3	
Total	**265**	**32821280**	**99.5997%**

*(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	36	128306	
E-voting at AGM	2	3619	
Total	**38**	**131925**	**0.4003%**

*(iii) **Invalid** Votes:*

Total number of members whose votes were declared invalid	*Total number of votes cast by them*
1	263900

A. K. LABH & CO. Kolkata

IAS ACCREDITED

MEMBER OF MULTILATERAL RECOGNITION ARRANGEMENT IAF

A. K. LABH
FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
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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

A. K. LABH & CO. Kolkata Company Secretaries

(CS A. K. LABH)
Practising Company Secretary
FCS : 4848 / CP No. : 3238
UIN : S1999WB026800
PRCN : 1038/2020
UDIN : F004848C001855389

Place: Kolkata
Dated: 21.12.2021

ACCREDITED

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

A. K. LABH & Co.
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e-mail : aklabh@aklabh.com / aklabhcs@gmail.com
Website : www.aklabh.com

Witness:

1.

(Narayan Chandra Saha)
108, Sarat Chatterjee Road
Howrah - 711102

A. K. LABH & CO. Kolkata Company Secretaries

2.

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

Received the Report of the Scrutinizer
For **Mcleod Russel India Limited**

(Alok Kumar Samant)
Company Secretary
Memb. No. – F9347

McLEOD RUSSEL INDIA LIMITED ★ KOLKATA

IAS ACCREDITED

MEMBER OF MULTILATERAL RECOGNITION ARRANGEMENT IAF

Summary of the Proceedings of the 23rd Annual General Meeting of McLeod Russel India Limited

The 23rd Annual General Meeting ('AGM') of the Members of McLeod Russel India Limited was held on Monday, 20th December, 2021 through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in conformity with the regulatory provisions and Circulars issued by the Ministry of Corporate Affairs, Government of India and the Securities and Exchange Board of India. The Meeting commenced at 11.30 A.M. (IST) and concluded at 12.41 p.m. (IST).

- Mr. Alok Kumar Samant, Company Secretary, made a welcome address to the Members attending the AGM and briefed about the necessity for holding virtual AGM.

- Mr. Alok Kumar Samant informed the Members that the Registers and Documents, as statutorily required under Companies Act 2013 to be made available at the AGM, were made available for inspection during the continuance of the Meeting

- The Company Secretary further informed the Members that the remote e-voting facility was provided to all Members of the Company from Thursday, 16th December, 2021 (9.00 a.m.) to Sunday, 19th December, 2021 (5.00 p.m.). General guidelines to be followed during the Meeting, e-voting facility provided during the meeting and till fifteen minutes from the closure of the said meeting was also informed to the members.

- Mr. Aditya Khaitan, Chairman of the Board of Directors of the Company, greeted the Members and chaired the proceedings at the Meeting. The requisite quorum being present, the Chairman called the Meeting to be in order. The Chairman further introduced the Directors, Auditors and others present at the meeting through VC/OAVM.

- Mr. Amritanshu Khaitan, Non – Executive Director, Mr. Azam Monem, Whole time Director, Ms. Arundhuti Dhar, Independent Director and Chairperson of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Mr. Raj Vardhan, Independent Director and Mr. Suman Bhowmik, Independent Director, were present at the meeting.

- Other than Directors, Mr. Pradip Bhar, Chief Financial Officer (CFO) of the Company, Mr. R. P. Singh, Partner of M/s. Lodha & Co., Statutory Auditors of the Company and Mr. A K Labh, Secretarial Auditor of the Company and Scrutinizer were also present at the Meeting through VC/OAVM from their respective locations.

- With the approval of the shareholders' present, the notice and the Reports of the Directors and Auditors thereon were taken as read.

- The Chairman then delivered his address to the Shareholders covering the highlights of overall situation including the impact of the COVID 19 pandemic prevailing country-wide on the performance of the Company during the financial year 2020-21.

- The Chairman informed the members that pursuant to Section 145 of the Companies Act, 2013, qualifications, observations or comments on financial transactions or matters which have any adverse effect on the functioning of the Company mentioned in the Auditor's Report are required to be read at the meeting and thereafter, requested Mr. Pradip Bhar, Chief Financial Officer (CFO) to read the report.

- Mr. Pradip Bhar, CFO thereafter read the qualifications as mentioned in the Statutory Auditors' Report on the Financial Statement for the financial year ended 31st March, 2021 alongwith the management's reply.

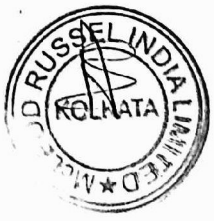
- Mr. Aditya Khaitan further informed that the Secretarial Audit Report in terms of Section 204(1) of the Companies Act, 2013 does not contain any qualification during the financial year ended 31st March 2021.

- Further, the following items of business, as stated in the AGM Notice dated 12th November 2021 which was circulated to the Shareholders on 26th November 2021, were transacted at the Meeting:

Item No.	Item of Business	Type of Resolution
Ordinary Business:		
1	Approval and adoption of Audited Financial Statements (Standalone & Consolidated) of the company for the Financial Year ended 31st March, 2021 together with the Reports of Board of Directors and Auditors thereon.	Ordinary Resolution
2	Appointment of a Director in place of Mr. Azam Monem (DIN: 00023799), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution
3	Approval for ratification of remuneration payable to the Cost Auditors in respect of the financial year ending 31st March 2022.	Ordinary Resolution

- Mr. Khaitan requested the Company Secretary to call the speakers one by one. Thereafter, Members who had timely pre-registered themselves as Speakers were given opportunity to ask questions and express their views. All questions were duly responded by the Chairman.

- The Chairman informed that the Board of Directors had appointed Mr. Atul Kumar Labh, Practising Company Secretary (CP No: 3238, Membership No. FCS: 4848) as the Scrutinizer for the purpose of scrutinizing the remote e-voting and e-voting during the Meeting in a fair and transparent manner.

- The Chairman informed the members that the consolidated results of e-voting would be announced within two working days and the same shall be posted on the website of the Company, Stock Exchanges and National Securities Depository Limited (NSDL).

- The Chairman then thanked the members present and declared the meeting as concluded.